

EXHIBIT 24

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Interim Update from Internal Review of CTS Projects

Presentation on Behalf of L&T Construction
to the U.S. Department of Justice

Debevoise & Plimpton LLP

Colby A. Smith, Philip Rohlik, Saqib Alam, Alice N. Barrett

Cyril Amarchand Mangaldas

L. Viswanathan

July 27, 2017

CORRECTED - AUGUST 4, 2017

**Debevoise
& Plimpton**


cyril amarchand mangaldas
advocates & solicitors

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Agenda

- L&T Construction Background
- Scope and Methodology of Review
- Update on Status of Review of Priority Projects
 - KITS, Sholinganallur
 - Pune Phases 1, 1A, 2, 2A and Co-Developer
 - Hyderabad Incubation and ISC
- Next Steps and Ongoing Cooperation

L&T Construction Background

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Larsen & Toubro Ltd

- Larsen & Toubro Ltd (or “L&T Group”)
 - International Conglomerate based in Mumbai
 - Founded 75 years ago by Danish engineers who had become stranded in India at the outbreak of World War II
 - One of the largest professionally managed firms in India
 - » 43,354 employees
 - Conducts business through 14 business units
 - » Six business units compose L&T Construction or LNTECC
 - * Largest part of L&T Group
 - * A leading EPC contractor in India and the Middle East

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LNTECC

- Six businesses within LNTECC
 - Buildings & Factories
 - Power Transmission & Distribution
 - Water & Effluent Treatment
 - Smart World & Communication
 - Heavy Civil Infrastructure
 - Transportation Infrastructure

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LNTECC



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 **LARSEN & TOUBRO**
It's all about Imagineering

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LNTECC

Building landmarks, setting benchmarks

- 400 high rise towers
- 11 airports
- 53 IT parks
- 17 automobile plants
- 28 cement plants
- 45 hospitals
- 231 km of metro rail corridors
- 19.5 km of monorail corridor
- 8315 MW of hydro power projects
- 8080 MW of nuclear power projects
- 13500 lane km of highways
- 7.49 million sq.m of runways
- 3260 tkm of railway track laying
- 12510 tkm of railway electrification
- 585 substations
- 29380 MW of E-BoP
- 20600 ckm of transmission lines
- 40000 km of water & waste water networks
- 3400 MLD of water & waste water treatment plants
- 400 MW of solar plants



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Awards and Achievements

- **2014 & 2011 Golden Peacock Award for Excellence in Corporate governance** – awarded by Institute of Directors (IoD), a non-profit apex association of directors
- **2013 Economic Times Good Corporate Citizen Award** – presented by ET - India's largest selling business newspaper
 - Over 700,000 people among the marginalized sections of the society have been beneficiaries of L&T's ongoing interventions in education, skill building, and mother and child care
- **2014-2016 – Dun & Bradstreet Corporate Award** – Top Indian company in construction – infrastructure development

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LNTECC Focus on India

- LNTECC employee roster dominated by India

Domestic / International	Country	No.of Staff
Domestic	INDIA	25,630
	AFRICA	16
Overseas	ALGERIA	18
	BAHRAIN	1
	BOTSWANA	1
	CHINA	2
	EAST MALAYSIA	15
	ETHIOPIA	14
	KENYA	31
	KUWAIT	48
	MALAWI	29
	OMAN	611
	QATAR	938
	SAUDI	781
	SRILANKA	45
	THAILAND	13
	UAE	680
	USA	0
	WEST MALAYSIA	20
Overseas Total		3,247
Overseas Percentage		11.24%
Grand Total		28,893

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LNTECC Focus on India

- Listed only on Indian stock exchanges
- Financial reporting only in Indian Rupees (“INR”)
- Indian Numbering System:
 - 1 Lakh = INR 1,00,000 (one hundred thousand) = roughly US\$ 1,550
 - 1 Crore = INR 1,00,00,000 (ten million) = roughly US\$ 155,000
- Historic exchange rates (oanda.com):

YEAR	2013	2014	2015	2016
USD 1	INR 58.5	INR 61.0	INR 64.1	INR 67.2
INR 1 Lakh	USD 1,709	USD 1,639	USD 1,560	USD 1,488
INR 1 Crore	USD 170,940	USD 163,934	USD 156,006	USD 148,810

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LNTECC Focus on India

- LNTECC revenue (in INR Cr.):

LNTECC Sales summary	FY 14	FY 15	FY 16
Total Customer Sales	34,548	40,161	41,791
India Sales	29,242	32,599	34,695
%age India Sales	85%	81%	83%
Sales Other locations	5,306	7,562	7,096
%age other locations	15%	19%	17%
Sales in US	Ø	Ø	Ø
%age US	Ø	Ø	Ø

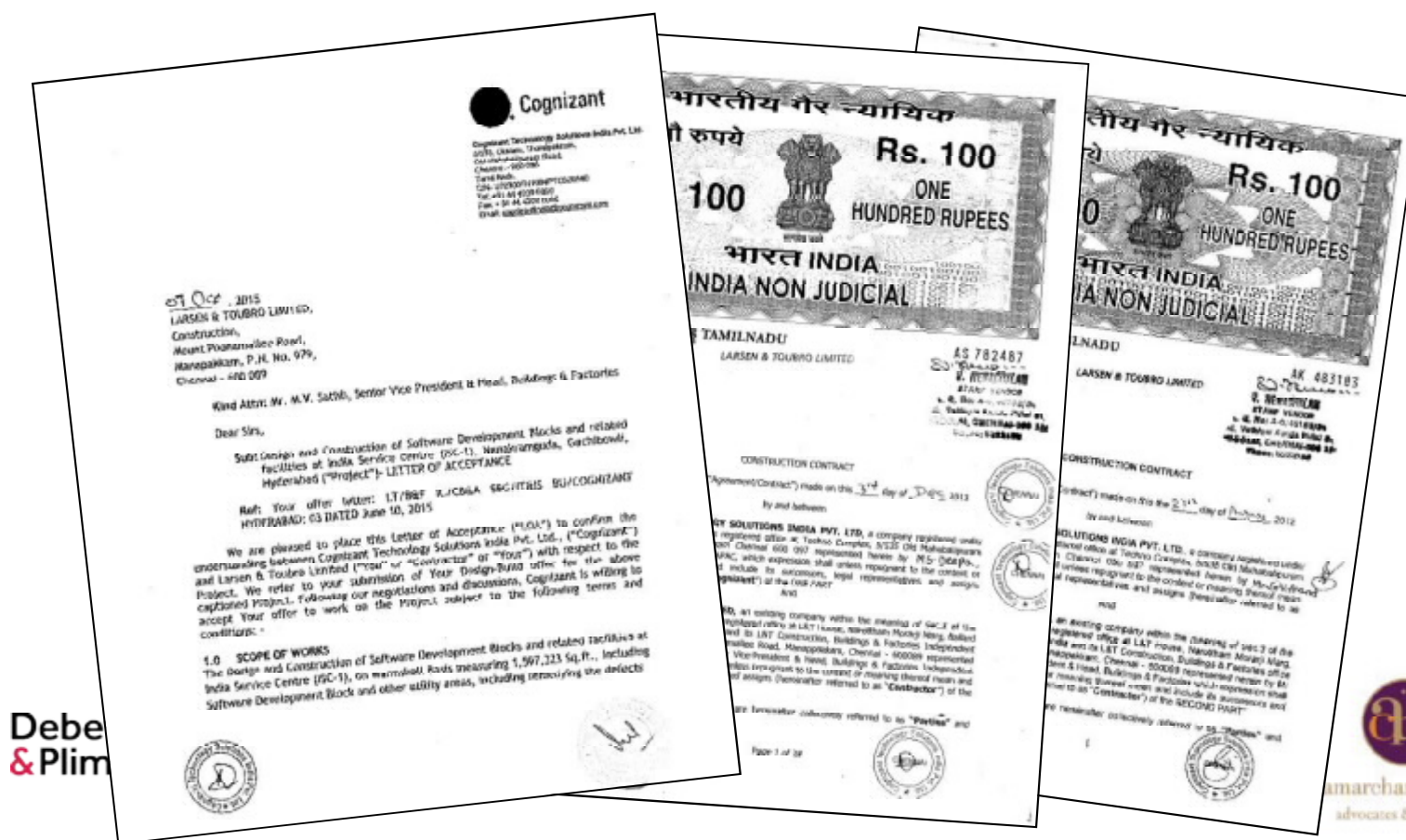
- LNTECC revenue from CTS, earned in India

	FY 14	FY 15	FY 16
Sales Value in INR Crs.	678	254	21
Sales % vs Other Business	1.96%	0.63%	0.05%

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LNTECC Relationship with CTS

- Cognizant Technology Solutions India Private Ltd (“CTS”) works with IT & Office Space unit within Buildings & Factories
- All contracts are with CTS and denominated in Indian Rupees



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LNTECC Relationship with CTS

- LNTECC and CTS have worked together since 2006 on 13 projects
 - 9 projects completed
 - 1 project pre-closed
 - 3 projects on hold
- All projects = design/build contracts
 - LNTECC completes project based upon CTS specifications and for a predetermined price
 - No role in land acquisition
- CTS is one of few customers that requires LNTECC to help with statutory approvals

PROJECT DETAILS				
S.No	Project	Status	Project Period	Contract Agreement
1	MEPZ Ph1	Completed	2006 to 2011	Mar-07
2	MEPZ Ph2	Completed	2007 to 2012	Dec-07
3	Bantala Ph1	Completed	2007 to 2010	Jan-08
4	Bantala Ph2	Completed	2011 to 2014	Apr-13
5	Siruseri	Completed	2010 to 2013	Jun'11
6	Pune Ph1	Completed	2011 to 2014	Dec'13
7	Pune Ph1A	Completed	2012 to 2014	Feb-13
8	KITS	Completed	2011 to 2016	Aug-12
9	KOCHI	Completed	2012 to 2016	Feb-13
10	HYD Incubation	Preclosed	2013 to 2015	LOA-Oct'13
11	HYD ISC	Ongoing	2016 to	LOA- Oct'15
12	Pune Ph2	LOI Received	2016 to	LOA-June'16
13	Pune- Codeveloper	LOI Received	2016 to	LOA-June'16

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LNTECC Relationship with CTS

- Design-build contracts performed on a “lumpsum” basis
 - FIDIC conditions
 - Monthly payments effected on the percentage achievement of enumerated activities by way of Running Account Bills (RABs)
- Parties agree to scope of work and enumerated activities
 - Each activity assigned percentage weightage of lumpsum cost by agreement
 - Activities **NOT** billed on a cost or cost-plus basis
- Work outside agreed scope billed by way of variation or extra claim

Scope and Methodology of Review

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DOJ Contacts and Decision to Conduct Review

- October 5, 2016 – DOJ issues Formal Request for Preservation of Records to L&T Infotech in Edison, New Jersey
 - L&T Infotech is a separately listed company
 - We understand delivery was made on October 13, 2016
 - On or about October 18, 2016, preservation request sent to LNTECC in Chennai, India
- LNTECC contacted Cyril Amarchand Mangaldas (“CAM”) and begins working with Debevoise one week later
- October 31, 2016 – Debevoise advises DOJ that LNTECC will voluntarily comply with preservation notice
- February 23, 2017 – Debevoise advises DOJ that LNTECC will voluntarily undertake internal review
- June 22, 2017 – First voluntary production by LNTECC

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Data Preservation

- First data preservation notice sent to 28 custodians the day after Debevoise was contacted
 - Additional preservation notices sent to a total of 69 custodians on a rolling basis
- As of today, a total of 29 hard drives were imaged
 - Data includes senior leadership of LNTECC, supervisory heads of Buildings & Factories (responsible for CTS projects) and individual project teams
- 88 back-up tapes restored for 12 key custodians
- A total of 485.3 GB of mail files and user files uploaded after filtering for Cognizant or CTS references and within 1997 – 2016 date range
 - A total of 1,220,750 documents loaded into database

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Scope of Review and Supervision

- Internal review jointly conducted by Debevoise and CAM
- Focus of review on relationship with CTS and related projects
 - Focus informed by CTS disclosures and related publicity and by DOJ document preservation request
 - Full access to LNTECC employees
- First-level document review carried out by CAM
 - CAM reviewers trained by Debevoise
- Second-level review and QC carried out jointly by Debevoise and senior CAM lawyers
- Current employees readily made available for interviews
- Forensic accounting work stream fully supported by finance team

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Priority Projects

- Initial focus on most recent projects
 - Hyderabad Incubation and ISC
 - » Desire to facilitate project restart, completion and payment
 - Pune Phases 1, 1A, 2, 2A and Co-Developer
 - » Spanning 2011-2016
 - » Mumbai region
 - KITS, Sholinganallur
 - » Spanning 2012-2015
 - » Chennai region
 - Kochi project also added to early review
- Other projects subject to later review

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Focus on Statutory Approvals/Variation Claims

- Initial interviews used to assess project risks
 - Many aspects of project present lower FCPA corruption risk
 - » Subcontractors supplying material, equipment and manpower
 - » Relative lack of government involvement in activities
- High corruption risk when dealing with government officials in India
 - Apart from land acquisition, statutorily-required government approvals appear to present highest risk of corrupt demands
 - » Ability of government officials to stop or delay projects
 - » Frequent low value of demands increase temptation to pay small amounts to allow large projects to proceed
 - Use of third party consultants for statutory approvals, lack of LNTECC experience in area increase potential risks
- Variation/extra claims identified after scoping interviews

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Work to Date

- Document review:
 - 104,278 documents identified for review using search strings
 - » 346 search strings used, including project names, consultant names, suggestive language, official titles, etc.
 - 9,231 documents identified for review at second level
 - Additional review of unfiltered data
- Interviews of 32 individuals and consultants:
 - 6 scoping interviews conducted first week of January 2017
 - 23 formal interviews April 24 – May 5, 2017
 - » Including 4 consultants
 - 15 formal interviews July 17 – 21, 2017
- Forensic accounting work to identify questionable money flows

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Challenges/Limitations

- LNTECC unfamiliar with DOJ investigations
 - No former involvement with DOJ or U.S. style investigations
 - Educating client and witnesses has taken time
- Company email boxes limited to 1GB
 - Thereafter storage takes place on local machines, if at all
 - Monthly snapshots in backup tapes yield relatively little new information given the 1GB limit
- Unavailability of some consultants
- Unavailability of some former employees

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Challenges/Limitations

- Major flood at KITS Project document location and LNTECC following December 2015 monsoon



KITS document storage location

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Update on Status of Review of Priority Projects

KITS, Sholinganallur

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KITS Project

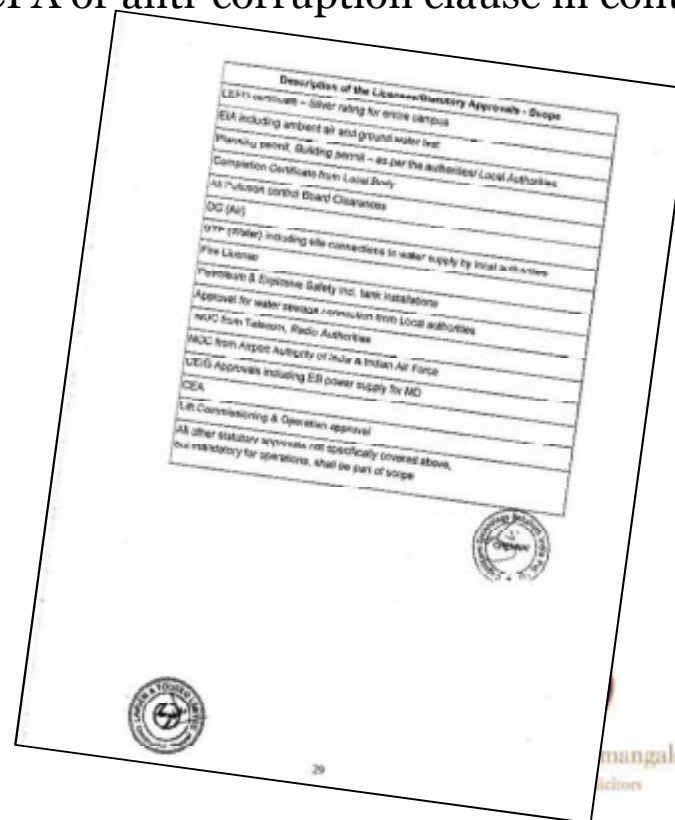
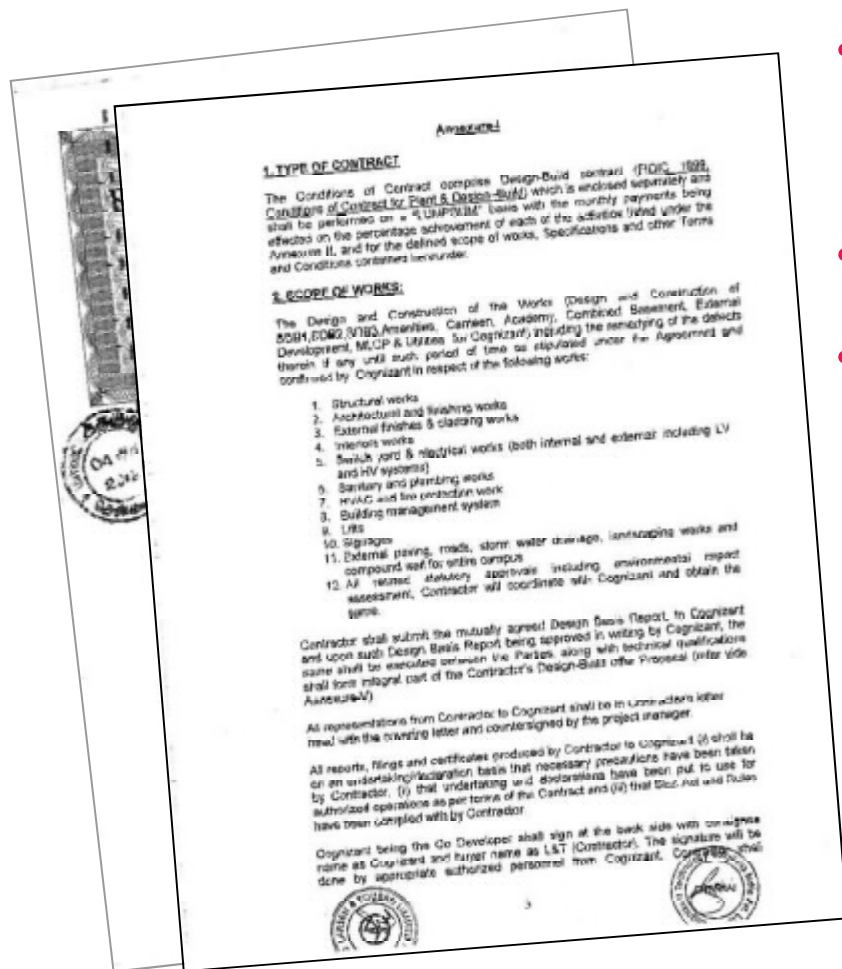


- KITS, sometimes referred to as CKC by CTS or as Sholinganallur, is an office campus in Chennai, Tamil Nadu, housing 17,500 people
- Original Letter of Acceptance dated November 5, 2011, following an April 12, 2011 Request for Proposal and tender process
- Original construction contract dated August 27, 2012
 - Project value set at INR 925.39 Cr. or roughly US\$140 million
 - Work commenced November 7, 2011; occupancy February 10, 2015

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KITS Project – Statutory Approvals

- “2. Scope of Work” included “12. All related statutory approvals”
 - “Contractor will coordinate with Cognizant and obtain the same”
- Scope further specified in Annex listing “Licenses/Statutory Approvals” to be obtained
- No FCPA or anti-corruption clause in contract



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KITS Project – Statutory Approvals

- Plan for statutory approvals
 - As owner, CTS required to obtain statutory approvals
 - Per contract, CTS responsible for applicable fees, but LNTECC “shall liaise and co-ordinate with Cognizant for obtaining the required approvals”
 - Statutory approvals plan weightage = 0.75% of contract price or INR 6.9 Cr.

A.1.3	Release of GFC Drawings to site	1.300%	120,300,700	0.065%	5.000%	6015035	0.039%	3.000%	3,609,021	0.104%	8.000%	9,624,056
Subtotal - Design & Engineering		2.500%	231,347,500	0.335%		31000565	0.117%		10,827,063	0.452%		41,827,628
A.2	Statutory Approval											
A.2.1	Co-ordination with Employer in submission of all relevant documentation to the Concerned statutory authorities.	0.350%	32,388,650	0.018%	5.000%	1619433				0.018%	5.000%	1,619,433
A.2.2	Co-ordination with Employer and Obtaining statutory approvals.	0.400%	37,015,600	0.012%	3.000%	1110468				0.012%	3.000%	1,110,468
Subtotal - Statutory Approval		0.750%	69,404,250	0.030%		2729901	0.000%		-	0.030%		2,729,901
A.3	Site wide Preliminaries & General Requirements											

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KITS Project – Statutory Approvals

- Ensys Technologies engaged to obtain environmental approvals
- To date no other outside consultants identified in connection with KITS statutory approvals process

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KITS Project: Ensys Technologies

- LOI signed December 17, 2011
- Scope of Work:
 - “Environmental Consultancy – MOEF [SEIAA – Chennai] Clearance & TNPCB Consent to Establish & Green Certification”
 - Design Stage: “to prepare a Program Brief for the Master Planners and to provide support during the Master Planning process.”
 - Pre-Construction Stage: “to provide assistance to get ‘Environmental Clearance under the EIA notification of 2006 of the SEZ.’”
- Contract Value: INR 11,00,000 (11 Lakhs)

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KITS Project: Ensys Technologies

- Terms of Payment:
 - EIA Clearance: INR 7,00,000
 - » 60% on submission and acceptance of documents at MoEF – GOI – New Delhi
 - » 30% on completion of presentation with MoEF
 - » 10% on securing EC from MoEF
 - TNPCB Clearance: INR 4,00,000
 - » 90% on submission of documents to TNPCB
 - » 10% on securing Consent from TNPCB
- Actual payments made later than required by contract

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KITS Project: Ensys Technologies

- Actual Payments: INR 19,64,185.20 (19.6 Lakhs)
- Invoice Descriptions include:
 - “Environmental Consultancy Services regarding MoEF”
 - “Environmental Consultancy Services securing Environmental Clearance from SEIAA”
 - “Environmental Monitoring & Compliance Report”
- Permits Obtained: Environmental Clearance; others unknown
- Due Diligence: No indication of any due diligence, but work on prior non-CTS project

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KITS Project – Ensys Technologies

- TNPCB clearance later removed from scope of work due to “high cost of liaisoning”
 - Obtained using internal resources
 - No amendments to Ensys LOI to reflect change in scope
- A cash payment of INR 5 Lakhs (approx US\$ 7,500) appears to have been paid to Ensys as a “liaisoning fee” because of the “urgent requirements towards securing EC”

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KITS Project – Ensys Technologies

Payment Status Ensys As of 20th Nov'13

Item description	Work order no.	Ensys		Payable (Rs.)	Paid till date (19 Nov'13) (Rs.)	Balance to be paid(Rs.)	Remarks
		Rate(Rs.)	Amount(Rs.)				
<u>Earlier finalized order:</u>	E5599WOD2000138						
Environmental clearance & TNPCB consent & Green certification for CTS Sholinganalur							
EIA CLEARANCE		7,00,000	7,00,000	7,00,000	7,00,000	-	
TNPCB CLEARANCE		4,00,000	4,00,000		4,00,000	-	
<u>Amendment Order:</u>							
Additional amount for 2 tier clearance		5,75,000	5,75,000	5,75,000	5,00,250	74,750	
Total Amount		1,675,000	1,675,000	1,275,000	1,600,250	74,750	
Liasoning Fee		-	-	5,00,000	-	-	Cash payment of Rs.5 Lacs to Ensysis is processed through TNPCB item of work based on the urgent requirements towards securing EC.
Total		1,675,000	1,675,000	1,775,000	1,600,250	1,74,750	

Note: Liasoning fee is paid through work order due to urgency towards securing EC & this is debited appropriately from the balance amounts payable to Ensysis

- 5 Lakh payment funded through TNPCB item (even though removed from scope) paid to Ensysis by way of a work order

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Internally Handled Approvals – Nagasubramanian

- LNTECC employee functioning as internal consultant
 - Routinely assisted with statutory approvals in Tamil Nadu
 - Originally hired as Accounts Supervisor in May 2008
 - Retained for Executive Administration in February 2010
 - Promoted to Assistant Manager-Administration in January 2012
- Internal expert on local rules, person responsible for doing leg work with government offices
- Basic Salary: Initially offered INR 11,700 (~US\$ 182) per month in 2008; earning INR 20,400 (~US\$ 317) per month as of 2016
- Signed Code of Conduct from 2014

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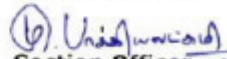

KITS Project – Planning Permit

- Planning permit is mandatory government approval indicating that the development conforms with the land use requirements of the local area
 - Construction undertaken prior to obtaining approval may have to be demolished or changed
 - Planning Permit is pre-requisite to getting Occupancy Certificate
- Planning permit must be obtained from Chennai Metropolitan Development Authority (“CMDA”)– part of the Tamil Nadu Ministry for Housing and Urban Development
- February 7, 2013 – Application for planning permit submitted in CTS’s name

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KITS Project – Planning Permit

- November 27, 2013 – Meeting between CTS and LNTECC at which expediting process for obtaining planning permit is discussed
 - LNTECC asked to determine tentative cost of scrutiny fee associated with planning permit

 <p style="text-align: center;">ABSTRACT</p> <p>ules – Rules under section 113-C of the Tamil Nadu Town and Country Planning Act, 1971 for Assessment and Collection of Amount for Remission of Buildings, 2017 – Notification – Issued.</p> <p style="text-align: center;">=====</p> <p style="text-align: center;"><u>HOUSING AND URBAN DEVELOPMENT [UD4(3)] DEPARTMENT</u></p> <p>O.(Ms).No.110 Dated:22.06.2017</p> <p style="text-align: right;">சேனாபதி வருடம், ஆனித் திங்கள் 8, திருவள்ளூர் ஆண்டு 2048</p> <p>ORDER:</p> <p>The appended Notification shall be published in the Tamil Nadu Government Gazette Extraordinary dated the 22nd June, 2017.</p> <p style="text-align: center;">(BY ORDER OF THE GOVERNOR)</p> <p style="text-align: right;">DHARMENDRA PRATAP YADAV SECRETARY TO GOVERNMENT.</p>	<p>Routine Charges</p> <p>iv) OSR charges to be levied as prescribed in this Scheme, adopting Guideline Value.</p> <p>v) Scrutiny fee to be charged as prescribed in this Scheme.</p> <p>vi) Normal Infrastructure and Amenities charges, Development Charges and other routine charges at current rates as applicable to be charged.</p> <p>vii) Scrutiny Fee: Rs.1 per sq. ft. for ordinary buildings and Rs.2 per sq.ft. for buildings other than ordinary buildings to be paid as scrutiny fee along with the application.</p> <p style="text-align: right;">DHARMENDRA PRATAP YADAV SECRETARY TO GOVERNMENT.</p> <p style="text-align: right;">//True Copy//</p> <p style="text-align: right;">  Section Officer. 22/6/17 </p> <p style="text-align: right;">  22/6/17 </p>
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KITS Project – Planning Permit

- December 4, 2013 – At periodic Management Review Meeting, CTS emphasizes that “[p]lanning permit process should be expedited” and LNTECC “informed that action already being taken up appropriately”
- December 10, 2013 – Reference to a meeting between LNTECC and “the Ministry” in an email exchange related to the planning permit
 - LNTECC responds that it is “closely working on” meeting with the Ministry and also awaiting a government order on CMDA development charges
- December 17, 2013 – LNTECC informs CTS that minister has had a “road accident” and cannot meet immediately

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KITS Project – Planning Permit

- January 17, 2014 – CTS and LNTECC hold a meeting to discuss planning permit and LNTECC suggests that CTS hold a meeting with the Chief Minister of Tamil Nadu to obtain KITS approvals
- January 20, 2014 – CTS responds:

From: <Ganesh.P@cognizant.com>
Date: January 20, 2014 11:47:37 AM GMT+05:30
To: <vramesh@lntecc.com>
Cc: <Srimanikandan.Ramamoorthy@cognizant.com>
Subject: Discussions we had last Fri in connection with KITS approvals

Hello Ramesh,

Refer our discussions last Friday on your request of our senior leadership meeting the Chief Minister of the state for KITS approvals, I took it up and consulted with our senior people on the same, the conclusion was to let L&T perform their scope of work on compliance related issues specific to any of our construction projects, therefore you may please plan on your further course of action and proceed accordingly.

Regards,

P.Ganesh

Deb
& Pli

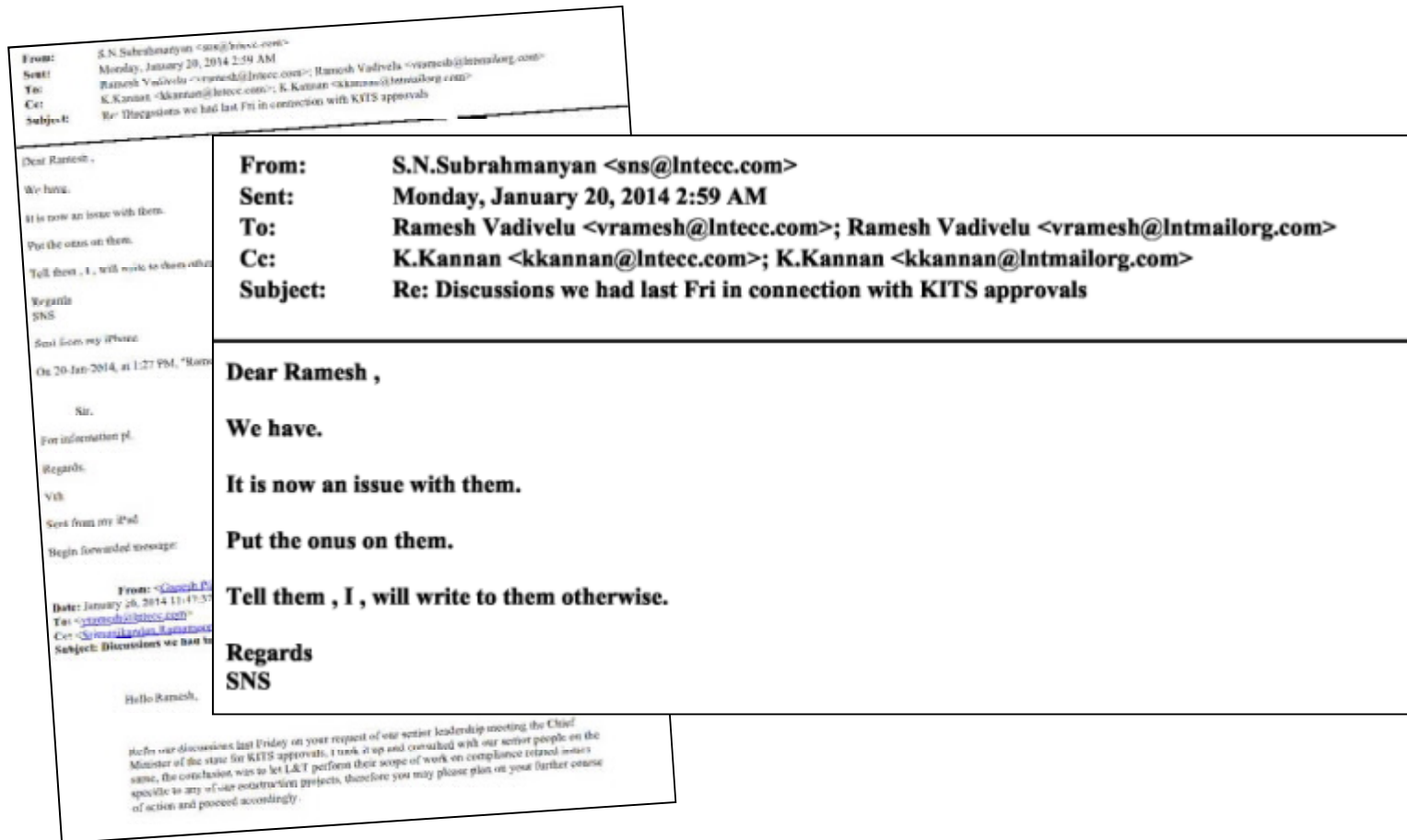

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KITS Project – Planning Permit



- January 20, 2014 – Draft letter prepared for possible use by LNTECC

- January 20, 2014 – Draft letter prepared for possible use by LNTECC

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KITS Project – Planning Permit

- February 25, 2014:

From: Ramesh Vadivelu <vramesh@intmailorg.com>
 Sent: Tuesday, February 25, 2014 10:02 AM
 To: M.V.Satish <mvs@intmailorg.com>
 Cc: K.Kannan <kkannan@intmailorg.com>
 Subject: Re: KITS - MOM for the statutory meeting Held

From: Ramesh Vadivelu <vramesh@intmailorg.com>
Sent: Tuesday, February 25, 2014 10:02 AM
To: M.V.Satish <mvs@intmailorg.com>
Cc: K.Kannan <kkannan@intmailorg.com>
Subject: Re: KITS - MOM for the statutory meeting Held on 27th Nov 13

Sir,

Client is holding our last two month running bills on account of this.

Regards.

VRH

Sent from my iPad

On Feb 25, 2014, at 8:23 PM, 'Ramesh Vadivelu' <vramesh@intmailorg.com> wrote:

Sir,

We need your help to convince SNS sir on top priority, otherwise we are moving towards deadlock situation with our longterm partner.

Regards.

VRH

Sent from my iPad

Begin forwarded message:

From: <vramesh@intmailorg.com>
 Date: February 25, 2014 4:40:24 PM GMT+05:30
 To: <vramesh@intmailorg.com>, <vramesh@intmailorg.com>
 Cc: <vramesh@intmailorg.com>, <vramesh@intmailorg.com>
 Subject: RE: KITS - MOM for the statutory meeting Held

Dear Ramesh KK,

Even after several meetings and follow ups, obtaining the Planning permit and other documents for the KITS Project. We are still waiting for the date to commence and we are planning to commence high revenue here if we are not starting our

Regards

VRH

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KITS Project – Planning Permit

From: S.N.Subrahmanyam
Sent: Thursday, March 06, 2014 7:19 AM
To: M.V.Satish
Cc: K.Jagannathan
Subject: Re: CTS-Contract

Dear MVS ,

██████████ it is only an impression that we are responsible.

They need to pay bit is very clear.

We only have an obligation.

We just cannot.

Regards
Sns

Sent from my iPhone

On 06-Mar-2014, at 6:19 AM, "M.V.Satish" <mvs@Intecc.com> wrote:

Dear SNS,

Do we rethink on our views for getting the OC,

Regards
M V Satish
Sent from my iPad
Begin forwarded message:

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KITS Project – Planning Permit

06.03.14

It is pertinent to note that Clause 1.13 stood amended by COPA and the relevant portion of the clause with amendment is reproduced below.

1.13

The Contractor shall, in performing the contract, comply with applicable laws governing the country of operation of the works ie. Republic of India and the Contract. Unless otherwise stated in the Particular Conditions;

(b) The contractor shall give all notices, pay all taxes, duties and fees, permits, licences and approvals, as required by the law, for the design, execution and completion of the works and for any defects; and the contractor shall indemnify the Employer harmless against and from the consequences thereof.

(a) The Employer shall obtain all the statutory deposits/payment/levies, for obtaining Environmental clearance, land use conversion if any related to the contract, permits, licences, registration any other statutory approvals in Cognizant's name.

The above position is also supported by the fact that CTS have made the payments to various statutory authorities as required under the contract.

The contract also provides for indemnification from the consequences of the above that all the monies for obtaining the permits, licences, registration any other statutory approvals in Cognizant's name, including without limitation statutory approvals in Cognizant's name, shall have to be borne only by the Employer, ie. Cognizant to get their approvals in their name.

Cognizant shall pay all the statutory deposits/payment/levies, for obtaining Environmental clearance, land use conversion if any related to required approvals, permits, licences, registration any other statutory clearances. The Contractor shall liase and co-ordinate with Cognizant for obtaining the required approvals in Cognizant's name.

(Reference: the COPA amendment is shown in italics and the rest of it is FIDIC GCC)

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

KITS Project – Planning Permit

06.03.14

TECHNOLOGY SOLUTIONS INDIA PVT. LTD.,
Mumbai Road,

(b) The contractor shall give all notices, pay all taxes, duties and fees, and obtain all permits, licences and approvals, as required by the laws in relation to the design, execution and completion of the works and the remedying of any defects; and the contractor shall indemnify and hold the Employer harmless against and from the consequences of any failure to do so.

Cognizant of the above position under the contract and desist from making any unreasonable demand.

The contract also provides for indemnification by Employer to Contractor from the consequences of Employer's failure . Without prejudice, we state that CTS should effect the payments directly without L&T's involvement and any assistance/help required for this will be limited to the extent of identifying an Agency and recommending to CTS.

Trust you will appreciate the above position under the contract and desist from making any unreasonable demand.

1.13
The Contractor shall, in performing the works, comply with the laws governing the country of operation of the works and the Contract. Unless otherwise stated in the Particulars of Contract, the Contractor shall have obtained (or shall obtain) the planning, zoning or similar provision for the permanent works, and any other permissions described in the Employer's requirements as having been (or being) obtained by the Employer, and the Employer shall indemnify and hold the Contractor harmless against and from the consequences of any failure to do so; and

Thanking you,
For Larsen & Toubro Limited

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

KITS Project – Planning Permit

- March 11, 2014 – CTS emails LNTECC about delayed occupancy absent planning permit and resulting “huge revenue loss”
- March 12, 2014 – Telephone meeting is held among CTS and LNTECC Construction personnel to discuss “General Review of Ongoing Contracts”
- March 13, 2014 – LNTECC responds to CTS:

From:	Ramesh Vadivelu <vramesh@lntmailorg.com>
Sent:	Thursday, March 13, 2014 6:05 AM
To:	'Venkatesan.N2@cognizant.com'; T.Nanda Kumar <tnkumar@lntmailorg.com>
Cc:	K.Kannan <kkannan@lntmailorg.com>; Ganesh.P@cognizant.com; SaravanaKumar.S4@cognizant.com; Nagasubramanian Gopalakrishnan <gns@lntmailorg.com>
Subject:	Athappan Lakshmanan <atl@lntmailorg.com>; Venugopal.G2@cognizant.com RE: KITS - MOM for the statutory meeting Held on 27th Nov 13

Dear Venkatesan,

We do understand your concern.
Discussions between top management of Cognizant and L&T are being held almost on day to day basis.
We shall update once the principle decision is arrived.

Regards

V.Ramesh

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

KITS Project – Planning Permit

- April 7-15, 2014 – Discussions between LNTECC and CTS regarding planned Academy building at KITS

From: Ramesh Vadivelu <vramesh@lntmailorg.com>
Sent: Monday, April 7, 2014 6:23 AM
To: Biswajit.Ghosh@cognizant.com
Bcc: K.Kannan <kkannan@lntmailorg.com>
Subject: Draft Proposal from L&T

Sir,

As discussed, our draft proposal is as under.

1. Academy abuilding add on value say Rs. 50 crs; warm shell value is Rs. 30.00 crs and total interior value is Rs. 20.00 crs.
2. For interior works L&T shall identify a contractor "YYY", who shall undertake the complete installation including supply of misc. materials and his value would be around Rs.12.00 crs.
3. L&T shall supply all the materials including furniture... except misc. material to the contractor "YYY" to complete the Interior works in all respects.
4. Cognizant shall place the order on "YYY" for Rs.12.00 crs and pay on certification from L&T.
5. Cognizant shall deduct Rs. 12.00 crs from L&T's total add on value of Rs.50.00 crs.

Pl. revert .

Regards
V.Ramesh

- Academy building not built (foundation in place)
 - No evidence proposal was ever implemented

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

KITS Project – Planning Permit

- May 17, 2014 – CTS continues to withhold payments, now totaling 108.5 Cr.

From: Athappan Lakshmanan
Sent: 17 May 2014 11:16
To: Ramesh Vadivelu
Subject: Cognizant KITS Sholinganallur - Invoice / Fund Allocation - Reg

Dear Sir,

We have been regularly discussing & following up with Cognizant for clearing our RA Bills. Given below is our status of payment till date,

S No	RAB	FTM	Amount (In Crores)	Remarks
1	RAB-24	Feb'14	38.5	RAB submitted to Cognizant & held up for release of payment
2	RAB-25	Mar'14	45	Cognizant is not accepting our submission of RAB's
3	RAB-25	Apr'14	25	
Sub Total (In Crores)			108.5	

- Imposing significant hardship on LNTECC

With the above backlog, we are facing severe crunch for vendor payments from our finance department for onward clearance.

Moreover, we are proceeding at full pace at site & our progress is being hindered with the pending payout to vendors / suppliers.

Specialized agencies like interior vendors / granite suppliers are required to be paid on time for smooth work progress.

Request to intervene & clear our client outstanding & enable to get the required fund allocation for smooth progress at site.

Regards,
AT Lakshmanan

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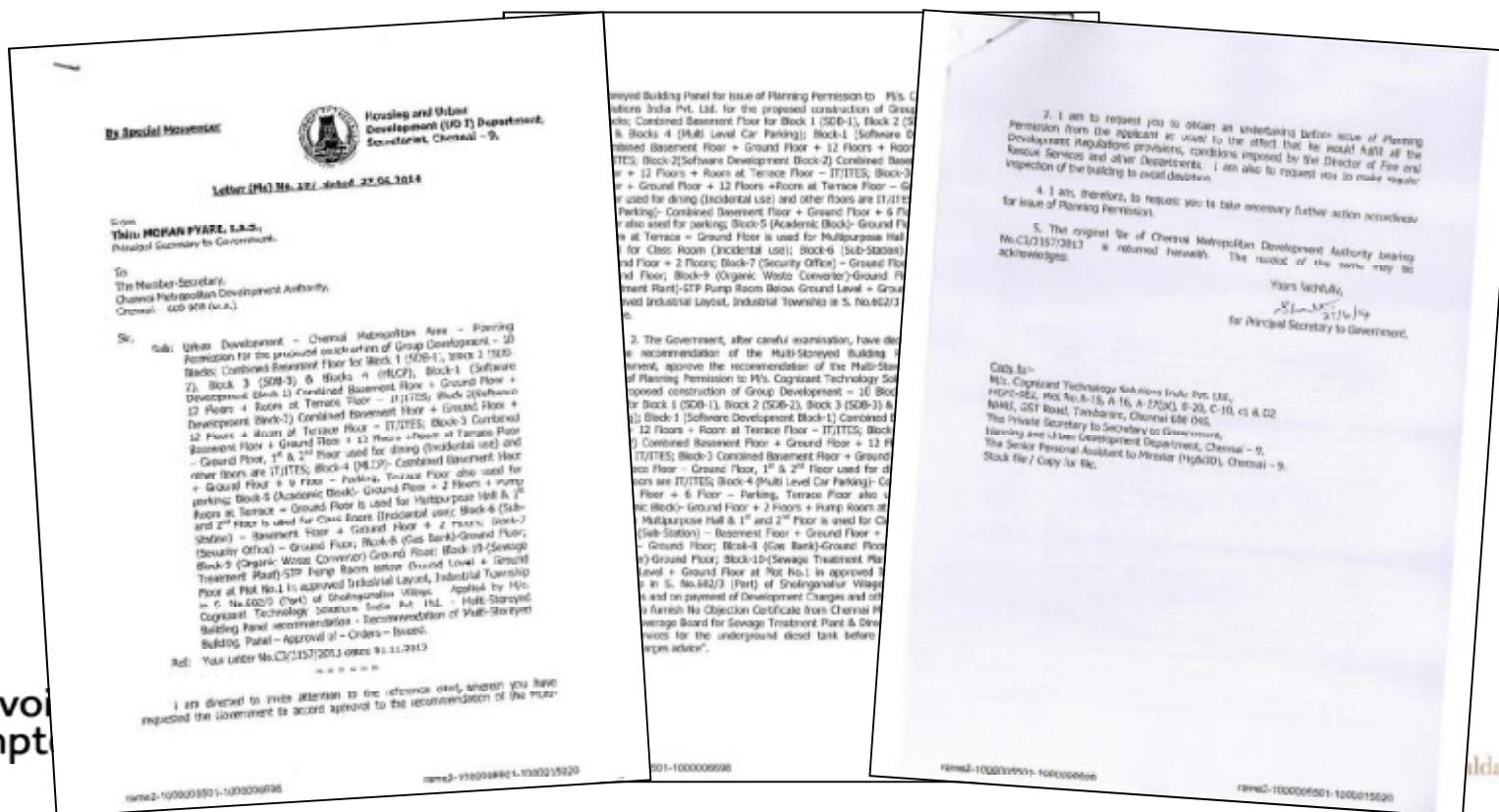
advocates & solicitors

LT00005828

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

KITS Project – Planning Permit

- June 30, 2014 – Government Order for issuance of planning permit
 - LNTECC: “Nobody should know...L&T has got this G.O.”
 - G.O. instructs CMDA Member-Secretary to take further steps to issue planning permit



FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

KITS Project – Planning Permit

- June 28, 2014: Mugalivakkam building collapse, Chennai

News Home » City » Chennai

12-storey building collapses in Chennai, 70 feared trapped

TNN | Jun 28, 2014, 06:59 PM IST



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& PI


cyril amarchand mangaldas
advocates & solicitors

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LT00005830

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

KITS Project – Planning Permit

- July 23, 2014 – LNTECC again emails seeking payment from CTS:

From: <Srimanikandan.Ramamoorthy@cognizant.com>
Date: 23 July 2014 18:43:35 IST
To: <sns@lntecc.com>
Subject: RE: Outstanding Payment - CTS Projects

Sns,

Thanks for reaching out to me. I'm very much interested in maintaining the same reputation.

I'm personally working on payment concerns of L&T. Please be assured of my attention.

When you have some time, please call me I'll explain what I'm going thru on this.

Thanks and regards
Mani.

From: S.N.Subrahmanyam [mailto:sns@lntecc.com]
Sent: Wednesday, July 23, 2014 6:41 PM
To: Ramamoorthy, Srimanikandan (Cognizant)
Subject: Outstanding Payment - CTS Projects

Dear Mani,

One client with whom we never used to bother about payment was Cognizant.

The following :

In Cognizant, Sholinganallur inspite of the various details known to you and the fact that both of us had difficulty in getting the planning permit, Cognizant had held up payments for various reasons. We never spoke to you on that, though there were red-alerts within our systems from monitoring point of view. Even as of date, I find KITS Sholinganallur April, May & June Bills amounting to Rs.47 Cr, Kochi June bill of Rs.8 Cr and Bantala variation orders of Rs.10 Cr are kept pending. This has never happened to us with Cognizant. We had a relationship for more than 15 years and now find this.

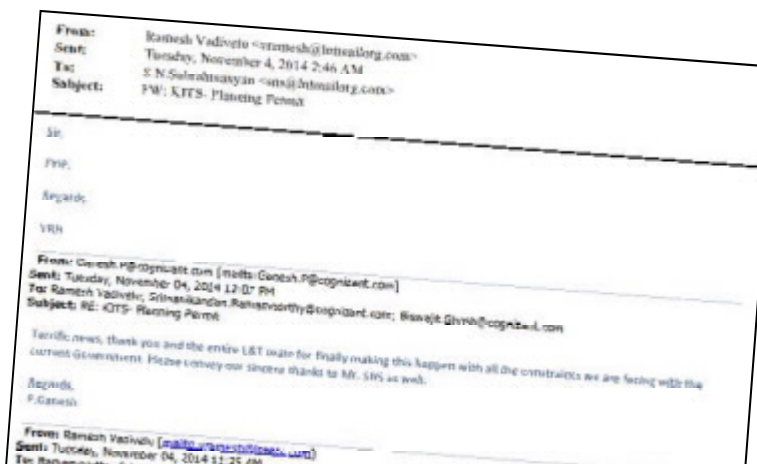
Kindly do look into it and if you can clear the same, would be helpful.

Thanks & Regards,
SNS

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

KITS Project – Planning Permit

- November 4, 2014 – Planning Permit awarded by CMDA
 - First approval of a planning permit by CMDA “after Mugalivakkam incident” (2014 building collapse killing 61)



From: Ganesh.P@cognizant.com [mailto:Ganesh.P@cognizant.com]
 Sent: Tuesday, November 04, 2014 12:07 PM
 To: Ramesh Vadivelu; Sriramanikandan.Ramamoorthy@cognizant.com; Biswajit.Ghosh@cognizant.com
 Subject: RE: KITS- Planning Permit

Terrific news, thank you and the entire L&T team for finally making this happen with all the constraints we are facing with the current Government. Please convey our sincere thanks to Mr. SNS as well.

Regards,
 P.Ganesh

- February 10, 2015 – Formal inauguration of KITS campus
 - Ceremony attended by CTS and LNTECC teams

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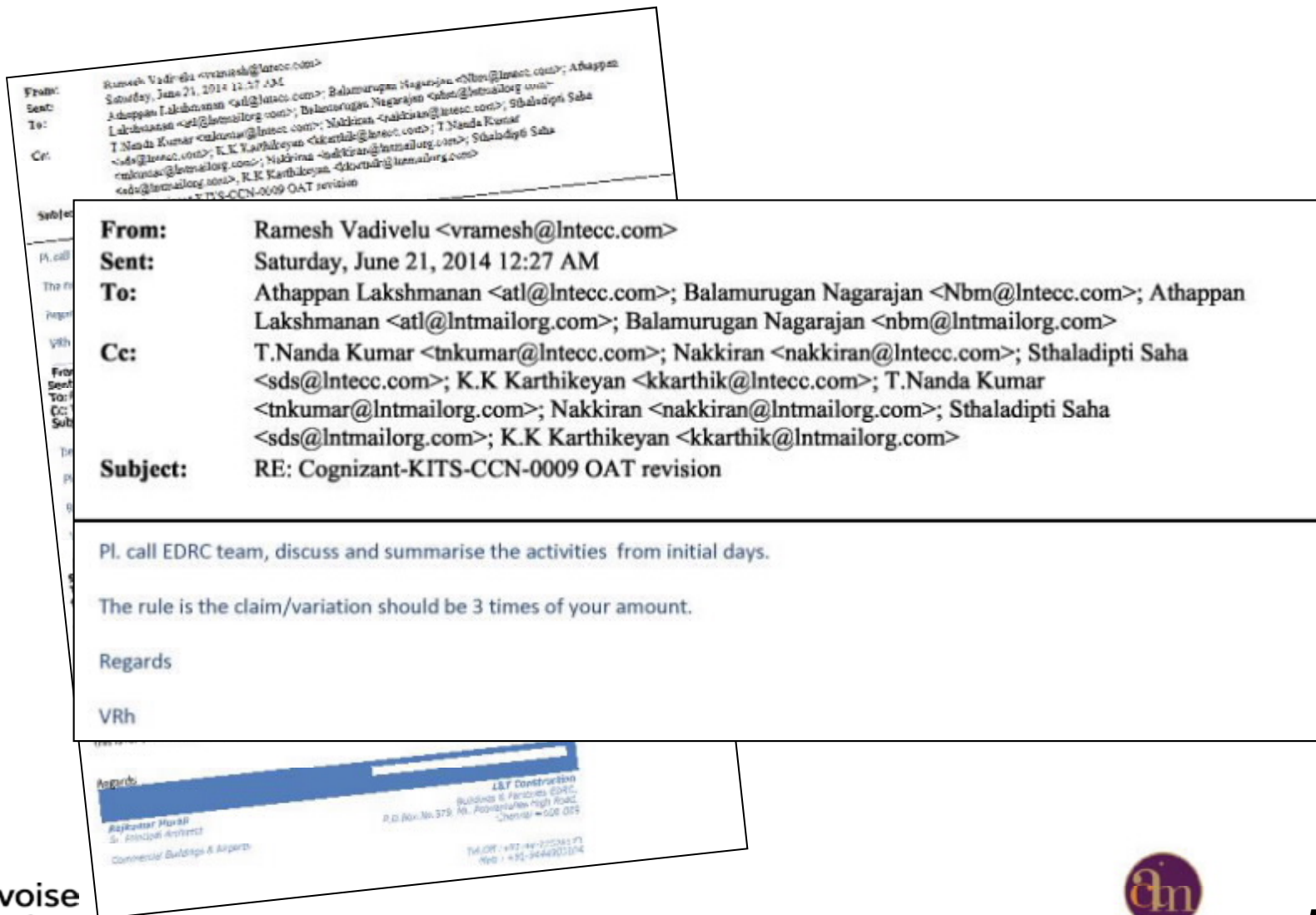
FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

KITS Project – Variation Claims

- Design-build contract requires EPC contractor to design and complete a building or campus to specifications set forth by owner
 - Contract calls for payment of agreed-upon fixed fee
 - EPC contractor is responsible for all in-scope costs associated with project, regardless of whether costs are below or above agreed fee
- Owner changes in specifications or scope of work can give rise to claims by EPC contractor for variation or extra work claims
 - Normal process is for EPC contractor to apply for variation claims based upon changes in the work
 - Owner evaluates application – allows some claims, rejects others
 - Resolution takes form of negotiated contract amendment

FOIA CONFIDENTIAL TREATMENT REQUESTED BY INTECC

KITS Project – Variation Claims



FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

KITS Project – Variation Claims

- July 2, 2014 – LNTECC sends to CTS first draft of variation claims for KITS project totaling INR 68.86 Cr.
 - Nothing specifically related to statutory approvals included in claim

Cognizant KITS Sholinganallur Project
Variation 1 list

Sr No	Item Description	Amount in Lacs
1	Additional Fire Protection by Gas Suppression in main switch room	38.36
2	Additional Fire Barrier Joints	75.25
3	Additional Network Cabling	24.65
4	Changes in Switch Room Rack Layout	263.97
5	Additional CCTV Cameras in MLCP	241.56
6	Changes in Light/Fixture model in combined basement	29.19
7	Lab / Switch / NSB room layout changes	13.91
8	Modular UPS	202.57
9	Revision in false ceiling height	13.02
10	Substation / Switch start alignment Changes	41.52
11	Revision of SDB 1 & SDB 2 Interior Layouts	17.74
12	Additional Under Voltage Breaker System	78.36
13	Changes in CAT Area / Sealing Plaza	80.15
14	Workstation / Furniture	1,008.13
15	Forix Impact Interim Claim	1,746.74
16	Additional requirement - Change Area Graphics - Change from wall tile to wall graphics	101.67
17	Additional requirement - Murals	20.74
18	Additional requirement - Epoxy Flooring	25.08
19	Additional requirement - 3rd Party Certification	4.80
20	Additional requirement - Compound Wall modification near security block	1.86
21	Additional requirement - QAT Performance Stage	8.94
22	Additional requirement - Lower Terrace Screen Wall	10.36
23	Additional requirement - MLCP Handrail works	2.40
24	Additional requirement - 3rd Party Audit - Safety/Quality	2.40
25	Additional requirement - Changes in Entrance Fixture Wall	0.90
26	Increase in Facade Glazing	370.68
27	Increase in Facade Granite	84.75
Sub Total		4,480.17

Works Further To Be Executed only upon Approval from Client

Sr No	Item Description	Amount in Lacs
28	Additional Requirement - Corporate Floor SDB 3 Block	836.71
29	Landscape Development for GSR area	518.57
30	Additional Requirement - Lab SDB 2 Block	53.83
31	Additional Requirement - Amenities SDB 2 Block	352.70
32	Additional Requirement - Training Room SDB 2 Block	28.60
33	Auditorium Open air Ceiling with Gypsum ceiling at Parity Area	103.68
34	Change from Mineral fibre (GFR) ceiling to Wooden Laminate ceiling Lift lobby / Conference room of building	82.31
35	Change from Gypsum Ceiling to Wooden Rafter ceiling at Canton Dining SDB 3 Block	207.41
36	Change from Gypsum Ceiling to Visual Vite Ceiling at Parity Area SDB 3 Block	13.17
37	Change from Gypsum Ceiling to GDR Ceiling at Waiting Lounge SDB 1 and SDB 2 Block	39.27
Sub Total		2,206.44
Overall Total		6,686.61

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

KITS Project – Variation Claims

- August 6, 2014 – First reference to extra claim for Statutory Approval for KITS Project, in initial amount of INR 22.6 Cr.:

From: Balaji S <BALAJISK@Intecc.com>
Sent: Wednesday, August 6, 2014 5:56 AM
To: Dhinesh Nagraj <ndhinesh@Intecc.com>; Dhinesh Nagraj <ndhinesh903@Intmailorg.com>
Cc: Athappan Lakshmanan <atl@Intecc.com>; Rekha Sudarsan <rekha@Intecc.com>; Athappan Lakshmanan <atl@Intmailorg.com>; Rekha Sudarsan <rekha9e8@Intmailorg.com>
Subject: Cognizant KITS Sholinganallur - Variation / Extra Items

Dear Dhinesh,

As discussed with VRH yesterday, the following details were shared for incorporating in Extra Claims File.

Kindly include the same & have the file ready. We shall take it up for discussion with VRH upon incorporating these details.

S No	Item Description	Amount (In Crores)	Remarks
1	ELCOT Relayout Approval	0.4	Cognizant KITS Sholinganallur
2	Statutory Approvals – PP	15.2	Cognizant KITS Sholinganallur
3	Land Approval	2.5	Cognizant Siruseri
4	Brandwall	1.5	Cognizant Siruseri
5	STPI Campus Regularization (Including Fire)	2.0	Cognizant Siruseri
6	Facility for Power	1.0	Cognizant Siruseri
Sub-Total		22.6 Crores	

Regards, Balaji Subramanian

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 cyril amarchand mangaldas
 advocates & solicitors

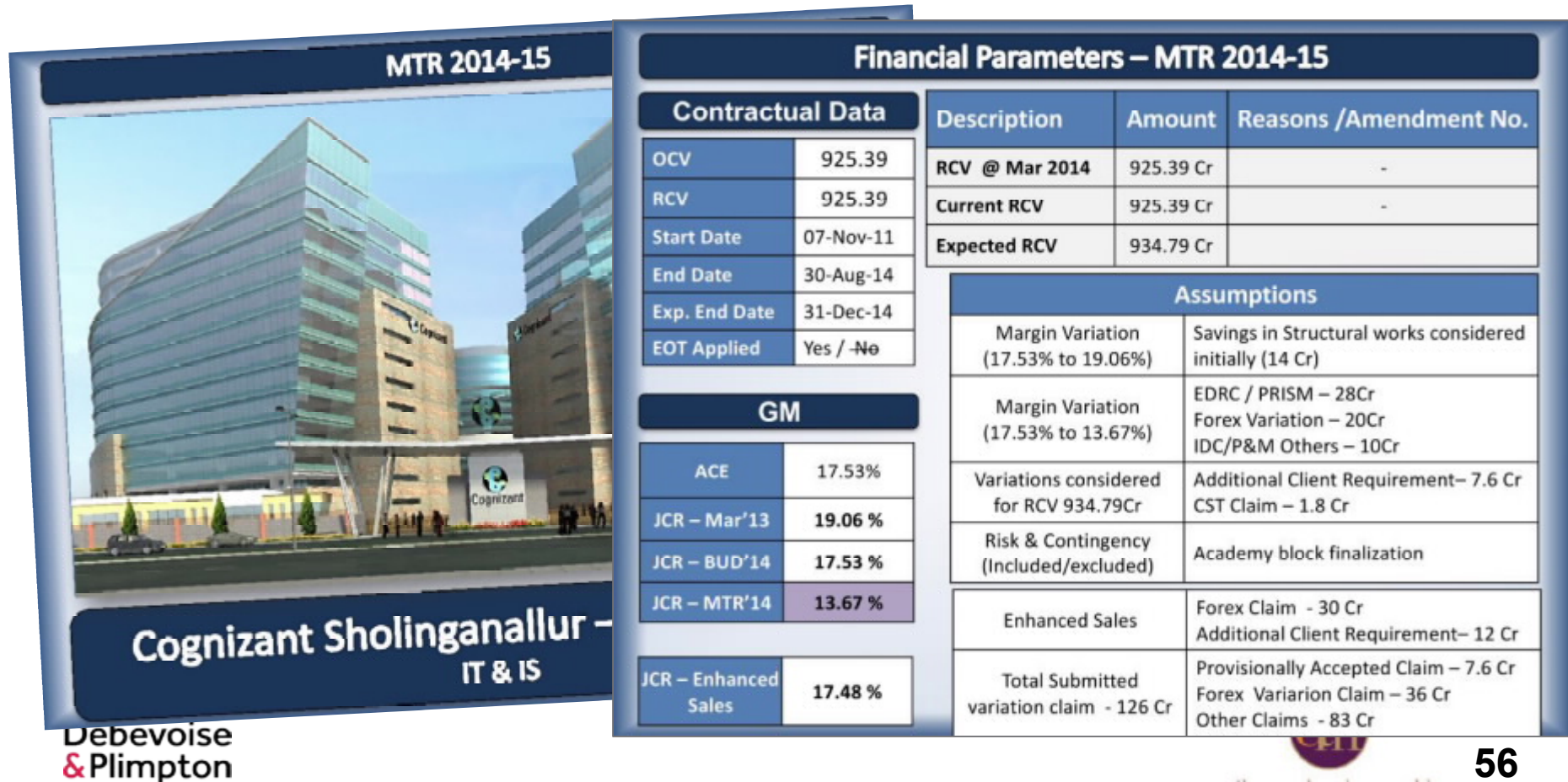
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FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

KITS Project – Variation Claims

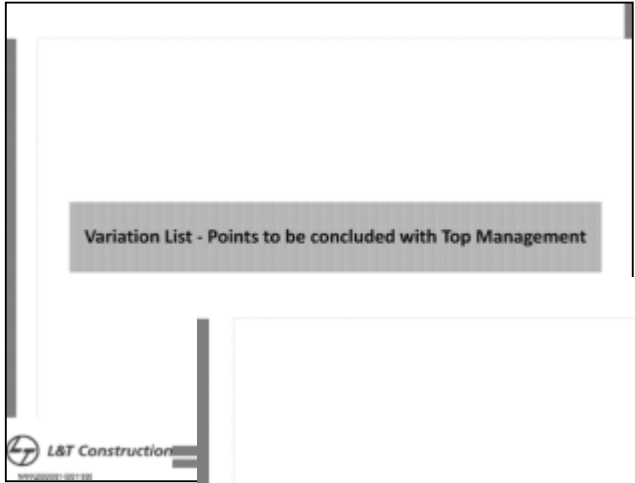
- Goal of process to preserve margin, including INR 12 Cr. amount for “additional client requirement”



FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

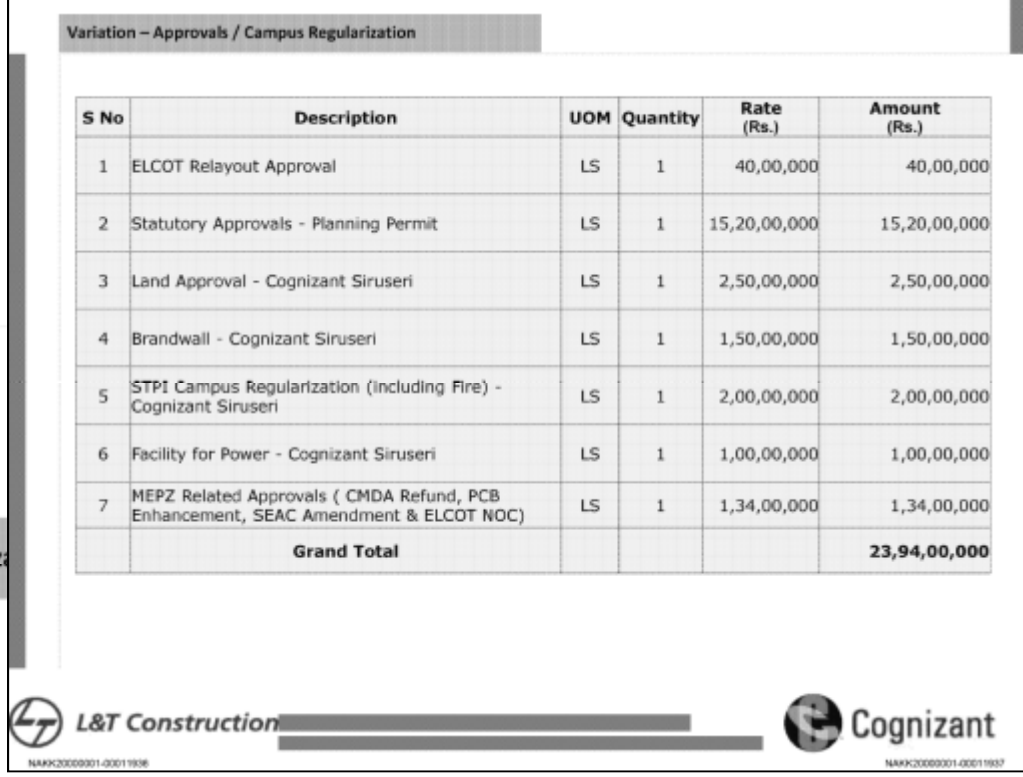
KITS Project – Variation Claims

- November 12, 2014 – Detailed variation claim totaling INR 168 Cr. sent to CTS; approvals/ campus regularization claim INR 23.9 Cr.



Variation List - Points to be concluded with Top Management

L&T Construction



Variation – Approvals / Campus Regularization

S No	Description	UOM	Quantity	Rate (Rs.)	Amount (Rs.)
1	ELCOT Relay Approval	LS	1	40,00,000	40,00,000
2	Statutory Approvals - Planning Permit	LS	1	15,20,00,000	15,20,00,000
3	Land Approval - Cognizant Siruseri	LS	1	2,50,00,000	2,50,00,000
4	Brandwall - Cognizant Siruseri	LS	1	1,50,00,000	1,50,00,000
5	STP1 Campus Regularization (Including Fire) - Cognizant Siruseri	LS	1	2,00,00,000	2,00,00,000
6	Facility for Power - Cognizant Siruseri	LS	1	1,00,00,000	1,00,00,000
7	MEPZ Related Approvals (CMDA Refund, PCB Enhancement, SEAC Amendment & ELCOT NOC)	LS	1	1,34,00,000	1,34,00,000
Grand Total					23,94,00,000

L&T Construction Cognizant

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advocates & solicitors

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

KITS Project – Variation Claims

From: Ramesh Vadivelu <vramesh@intmailorg.com>
 Sent: Saturday, February 21, 2015 1:33 AM
 To: A.Thiyagarajan <atr@intmailorg.com>
 Cc: K. Balamurugan <kbmlt@intmailorg.com>; Bhoothalingam <bhoothalingam@intmailorg.com>
 Subject: Re: VArition Items

Dear ATR,

Okay. Reduce 150 lakhs from OSR. land development and distribute in some other items.
 Regards. Vrh

Sent from Samsung tablet

----- Original message -----
 From: "A.Thiyagarajan" <atr@intec.com>
 Date: 21/02/2015 07:21 (GMT+03:00)
 To: Ramesh Vadivelu <vramesh@intec.com>
 Cc: "K. Balamurugan" <kbmlt@intec.com>
 Subject: VArition Items

Sir,
 Venkatesan CTS spoke to me yesterday a
 to submit items.
 I have prepared the summary as follows,
 additional 12 Cr. is towards enrichment.

This needs to be forwarded to CTS before

Regards

ATR

1	Main Switch Room -	
2	Modular UPS	
3	Changes in Switch R	
4	ELCOT KITS campus (Outside Plot Area)	
5	MLCP - Addl. CCTV cameras	46.80
6	SDB 2 - Video booths in waiting Lounge area	806.71
7	SDB-3 Corporate floor	60.24
8	Battery monitoring system for all building UPS system	27.00
9	Online monitoring system for WTP	

----- Original message -----

From: "A.Thiyagarajan" <atr@Intecc.com>
 Date: 21/02/2015 07:21 (GMT+03:00)
 To: Ramesh Vadivelu <vramesh@Intecc.com>
 Cc: "K. Balamurugan" <kbmlt@Intecc.com>; Bhoothalingam <bhoothalingam@Intecc.com>
 Subject: VArition Items

Sir,

Venkatesan CTS spoke to me yesterday and conveyed that Variation items are approved for 62 Cr. (additional 2 Mn \$). He asked us to submit items.

I have prepared the summary as follows. Statutory Approval Cost of 22 Cr needs to be accounted in other Items. Also this additional 12 Cr. is towards enrichment of interior Items.

This needs to be forwarded to CTS before afternoon. Kindly confirm.

Regards

ATR

1	Main Switch Room - Gas Suppression system	25.25
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&



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 advocates & solicitors

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FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

KITS Project – Variation Claims

ATR		
1	Main Switch Room - Gas Suppression system	35.35
2	Modular UPS	202.57
3	Changes in Switch Room Rack Loads	263.97
4	ELCOT KITS campus - External road drain cover slab (Outside Plot Area)	57.65
5	MLCP - Addl. CCTV cameras	100.00
6	SDB 2 - Video booths in waiting Lounge area	46.80
7	SDB-3 Corporate floor	806.71
8	Battery monitoring system for all building UPS system	60.24
9	Online monitoring system for WTP	27.00

10	LPG leak detection system at Gas bank	25.00
11	OSR Land - Landscape Development	518.57
12	SDB 3 - Landscape terrace works (Kiosks, screening wall & allied works.)	750.00
13	SDB 2 - Training rooms	28.60
14	Epoxy flooring - Addl. Requirement	205.33
15	Delta cost for dining area graphic scheme with respect to wall tiles, SDB 1 & SDB2 office area graphics	145.13
		3272.92

	Increase in Cost of Granite Cladding - Due to Closure of Granite Quarries	445.00
	Specification Enrichment in Interiors.	2450.00
		6167.92

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

KITS Project – Variation Claims

From: Ramesh Vadivelu <vramesh@lntmailorg.com>
Sent: Saturday, February 21, 2015 1:33 AM
To: A.Thiyagarajan <atr@lntmailorg.com>
Cc: K. Balamurugan <kbmlt@lntmailorg.com>; Bhoothalingam <bhoothalingam@lntmailorg.com>
Subject: Re: VARIation Items

Dear ATR,

Okay. Reduce 150 lakhs from OSR land development and distribute in some other items.
Regards. Vrh

----- Original message -----

From: "A.Thiyagarajan" <atr@lntecc.com>
Date: 21/02/2015 12:08 PM (GMT+05:30)
To: "N. Venkatesan (Cognizant)" <Venkatesan.N2@cognizant.com>
Cc: Ramesh Vadivelu <vramesh@lntecc.com>; Bhoothalingam <bhoothalingam@lntecc.com>
Subject: Variation Items

Dear Sir,

Please find herewith the major breakup for variation. We are arranging the detailed Breakup for Interior Enrichment and shall send you by Monday.

Request your concurrence.

Regards

A.Thiyagarajan

L&T

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

KITS Project – Variation Claims

- Lowers OSR claim by INR 1.5 Cr.
- Increases enrichment of interiors claim by INR 1.85 Cr.
- Total goes up by INR .35 Cr.

1	Main Switch Room - Gas Suppression system	35.35
2	Modular UPS	202.57
3	Changes in Switch Room Rack Loads	263.97
4	ELCOT KITS campus - External road drain cover slab (Outside Plot Area)	57.65
5	MLCP - Addl. CCTV cameras	100.00
6	SDB 2 - Video booths in waiting Lounge area	46.80

7	SDB-3 Corporate floor	806.71
8	Battery monitoring system for all building UPS system	60.24
9	Online monitoring system for WTP	27.00
10	LPG leak detection system at Gas bank	25.00
11	OSR Land - Landscape Development	368.57
12	SDB 3 - Landscape terrace works (Kiosks, screening wall & allied works.)	750.00
13	SDB 2 - Training rooms	28.60
14	Epoxy flooring - Addl. Requirement	205.33
15	Delta cost for dining area graphic scheme with respect to wall tiles, SDB 1 & SDB2 office area graphics	145.13
		3122.92
	Increase in Cost of Granite Cladding - Due to Closure of Granite Quarries	445.00
	Specification Enrichment in Interiors.	2635.00
		6202.92

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cyril amarchand mangaldas
advocates & solicitors

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LT00005842

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

KITS Project – Variation Claims

- CTS rejects revised claims, asking for items to be broken up

From: Venkatesan.N2@cognizant.com [mailto:Venkatesan.N2@cognizant.com]
Sent: Saturday, February 21, 2015 12:57 PM
To: A.Thiyagarajan
Cc: Ramesh Vadivelu; Bhoothalingam
Subject: Re: Variation Items

We need break up details before evening..this document will not help in getting the approval

Sent from Samsung Mobile

- LNTECC agrees to provide break up detail by February 23, 2015

From: A.Thiyagarajan <atr@lntecc.com>
Sent: Saturday, February 21, 2015 1:40 AM
To: 'Venkatesan.N2@cognizant.com'
Cc: Ramesh Vadivelu <vramesh@lntecc.com>; Bhoothalingam <bhoothalingam@lntecc.com>; Ramesh Vadivelu <vramesh@lntmailorg.com>; Bhoothalingam <bhoothalingam@lntmailorg.com>
Subject: Variation Items

Dear Sir,
Please find herewith the major breakup for variation. We are arranging the detailed Breakup for Interior Enrichment and shall send you by Monday.
Request your concurrence.
Regards
A.Thiyagarajan
L&T

Debevoise
& Plimpton

cyril amarchand mangaldas
advocates & solicitors

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LT00005843

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

KITS Project – Variation Claims

- Additional breakdown provided by LNTECC for enhancement claims
 - Adds to INR 5.5 Cr.
 - Claim had been INR 26.35 Cr. in prior submission

L & T Construction, Buildings & Factories.

KITS - Cognizant Sholinganallur

Sno	Description	Amount	Remarks
1	Cafeteria Chairs with BIFMA Certification	3000000	
2	Wooden Laminate Ceiling	10014637.32	
3	Wooden Rafter Ceiling	16836335.3	
4	Jeb Partitions	2217024	
5	Highlighter Tiles	959999.9159	
6	Seating Island	75000	
7	DB Shutters	15471000	
8	Stacking Stone	238341.12	
9	Amoeba Light Fixtures	7341600	
10	Architectural Light Fixtures	10000000	
11	G28 Ceiling	6156298.976	
12	Substation Elevation Changes	3244800	
13	Tiles & Kotah cladding in Kitchen corridor	2383000	
14	Gradient Carpets in corridor areas	4000000	
15	Murals	4860112.776	
16	ACP in Staircase Headroom/Ramp	500000	
17	River White Granite in service corridors	6912000	
18	Natural marble in Entrance & Lift Lobby	5500000	
19	Planter boxes in corridor	5700000	
20	Veneer Rafters & Glass partition in Pantry	3500000	
21	Glass Canopy in building entrance	1800000	
22	Shera Planks Walkway in OAT area	1500000	
23	Clover Ceiling in Celebration Area	750000	
24	Knife Edge Corner & Trims in Director Room	5500000	
25	Granite in basement lift lobby extended area	500000	
26	Frosted Film in Jeb & ODC Glass / Doors	5000000	
27	MDF Base for SDB-3 Main Staircase	500000	
28	Stone Signage	100000	
29	Veneer Finish Fire Doors	200000	
30	V49 Ceiling	2022387.716	
Total (Rs)		126782537.1	

advocates & solicitors

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LT00005844

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

KITS Project – Variation Claims

- February 23, 2015 – “Final” version of variation claim
- 26 different line items approved by CTS

26 Addl. Security Kiosks		2,518,000	2,518,000
Sub total		562,015,909	511,955,449
27 SBD 3 Canteen Main entry - Tree of life Murals		3,861,000	
28 MLCP - Increase in handrail height		251,000	
29 SDB 1 - Addl. CCTV cameras & full height frosted films		28,920,000	
30 SDB 1 - 17th floor job (Tentative cost)		57,393,000	
Factory inspections cancelled for MEP items and Architectural items (Considering approx 5 Lakh per overseas inspection & 1L inside India inspection) 5 overseas and 8 in India		3300000	
Sub total		14285490	
Net additional value after deductions of non-executed items		497669959	

- INR 22.6 Cr. statutory approval claim disallowed
- INR 29.5 Cr. enrichment claim also disallowed
- Total is only INR 51.2 Cr.

Debevoise
& Plimpton

7. SDB 3 Canteen Main entry - Tree of life Murals	As per the contract, the cost of the murals is 3,861,000. The cost of the murals is 3,861,000.	3,861,000	3,861,000
8. MLCP - Increase in handrail height	As per the contract, the cost of the handrails is 251,000. The cost of the handrails is 251,000.	251,000	251,000
9. SDB 1 - Addl. CCTV cameras & full height frosted films	As per the contract, the cost of the CCTV cameras and full height frosted films is 28,920,000. The cost of the CCTV cameras and full height frosted films is 28,920,000.	28,920,000	28,920,000
10. SDB 1 - 17th floor job (Tentative cost)	As per the contract, the cost of the 17th floor job is 57,393,000. The cost of the 17th floor job is 57,393,000.	57,393,000	57,393,000
11. Factory inspections cancelled for MEP items and Architectural items	As per the contract, the cost of the factory inspections is 3,300,000. The cost of the factory inspections is 3,300,000.	3,300,000	3,300,000
12. SDB 1 - 17th floor job (Tentative cost)	As per the contract, the cost of the 17th floor job is 57,393,000. The cost of the 17th floor job is 57,393,000.	57,393,000	57,393,000
13. SDB 1 - 17th floor job (Tentative cost)	As per the contract, the cost of the 17th floor job is 57,393,000. The cost of the 17th floor job is 57,393,000.	57,393,000	57,393,000
14. SDB 1 - 17th floor job (Tentative cost)	As per the contract, the cost of the 17th floor job is 57,393,000. The cost of the 17th floor job is 57,393,000.	57,393,000	57,393,000
15. SDB 1 - 17th floor job (Tentative cost)	As per the contract, the cost of the 17th floor job is 57,393,000. The cost of the 17th floor job is 57,393,000.	57,393,000	57,393,000
16. SDB 1 - 17th floor job (Tentative cost)	As per the contract, the cost of the 17th floor job is 57,393,000. The cost of the 17th floor job is 57,393,000.	57,393,000	57,393,000
17. SDB 1 - 17th floor job (Tentative cost)	As per the contract, the cost of the 17th floor job is 57,393,000. The cost of the 17th floor job is 57,393,000.	57,393,000	57,393,000
18. SDB 1 - 17th floor job (Tentative cost)	As per the contract, the cost of the 17th floor job is 57,393,000. The cost of the 17th floor job is 57,393,000.	57,393,000	57,393,000
19. SDB 1 - 17th floor job (Tentative cost)	As per the contract, the cost of the 17th floor job is 57,393,000. The cost of the 17th floor job is 57,393,000.	57,393,000	57,393,000
20. SDB 1 - 17th floor job (Tentative cost)	As per the contract, the cost of the 17th floor job is 57,393,000. The cost of the 17th floor job is 57,393,000.	57,393,000	57,393,000
21. SDB 1 - 17th floor job (Tentative cost)	As per the contract, the cost of the 17th floor job is 57,393,000. The cost of the 17th floor job is 57,393,000.	57,393,000	57,393,000
22. SDB 1 - 17th floor job (Tentative cost)	As per the contract, the cost of the 17th floor job is 57,393,000. The cost of the 17th floor job is 57,393,000.	57,393,000	57,393,000
23. SDB 1 - 17th floor job (Tentative cost)	As per the contract, the cost of the 17th floor job is 57,393,000. The cost of the 17th floor job is 57,393,000.	57,393,000	57,393,000
24. SDB 1 - 17th floor job (Tentative cost)	As per the contract, the cost of the 17th floor job is 57,393,000. The cost of the 17th floor job is 57,393,000.	57,393,000	57,393,000
25. SDB 1 - 17th floor job (Tentative cost)	As per the contract, the cost of the 17th floor job is 57,393,000. The cost of the 17th floor job is 57,393,000.	57,393,000	57,393,000
26. SDB 1 - 17th floor job (Tentative cost)	As per the contract, the cost of the 17th floor job is 57,393,000. The cost of the 17th floor job is 57,393,000.	57,393,000	57,393,000

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

KITS Project – Variation Claims

- March 11, 2015 – CTS internal approval = INR 59.3 Cr.

Background :

Original approved costs for KITS campus is **\$156.3 M (INR 9,531.5 M)** this included contingency @ 3% **\$4.6M (INR 277.6M)** of project cost. The revised cost to cover the additional scope executed for this project is **\$9.7M (INR 593.8M)**. This includes:

- **\$7.7 M (INR 473 M)** for changes executed at site (note sent by Mani)
- **\$1.97 M (INR 120 M)** for architectural enrichment

This revised cost is based on the completed works by L&T and the final negotiated commercials by procurement team. Additionally the cost for Third party commissioning agents (Rajlys) for this project is **\$67K (INR 4.1M)**.

Major Item under additional Scope:

- **Customer host area** to manage client visits & audits
- **Modular UPS** instead of conventional UPS as a technology upgrade and to reduce opex
- **Higher Electrical and HVAC** load due to increase in the power consumption by new blade servers and also number of networking active equipment
- **Epoxy Flooring** for AHU rooms and fire pump room for easy maintenance
- **Maple make imported Work Stations** to confirm with high standards and quality finishes in comparison with other makes
- **Open Space Reservation** land allocated per statutory rules being developed by Carving out space for landscaping, outdoor games and pathways ,converting it in to usable space for our associates
- **LPG gas leak deduction system** in Gas bank as an enhancement for safety in line with EHS requirements
- **On line monitoring system** for water treatment plant to maintain hygienic quality of water by continuous monitoring also in line with EHS aspects
- **Battery monitoring system** for monitoring the healthiness of the battery and for easy maintenance
- **Architectural enrichment** compared with the previous projects in terms of using latest building materials and superior quality of finishes

Summary of requirement

Deb & Pli

am
cyril amarchand mangaldas
advocates & solicitors

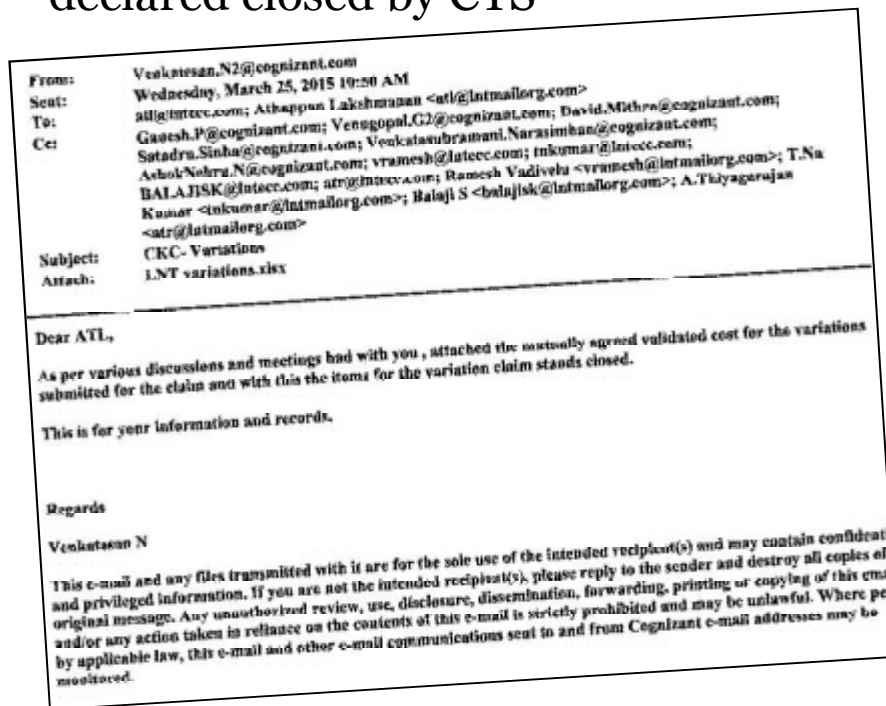
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FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

KITS Project – Variation Claims

- March 25, 2015 – Negotiations over variation claims finalized and declared closed by CTS



- Bottom line:

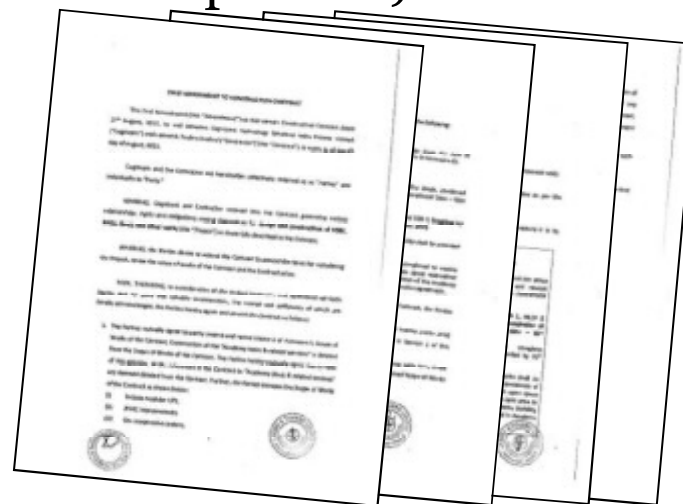
CKC- LNT Variations			
S. No	Description of Claim	INR	
		Cost quoted by Vendor	Agreed cost
	Total	1,573,247,909	608,129,649
	Sub total not- accepted for additional claim	680,949,000	
Cost of the works not executed by the vendor			
1	Shared Pedestals for workstations	10,985,490	-
2	Factory inspections cancelled for MEP items and Architectural items (Considering approx. 5 Lakh per overseas inspection & 1L inside India Inspection) 5 overseas and 8 in India	3,300,000	-
	Total	14,285,490	
	Net additional value after deductions of non-executed	593,844,159	

- INR 59.3 Cr. in variations approved
 - Some amounts approved in 44 different line items
 - No statutory approval claims
 - INR 9.0 Cr. for enrichment

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

KITS Project – Variation Claims

- August 4, 2015 – First (and only) Amendment to KITS contract taking account of variation claims, increasing contract value by INR 35.99 Cr.
 - Contract value increased by INR 55.99 Cr. ostensibly for 6 items (amount associated with each item not specified):
 - » Modular UPS
 - » HVAC improvements
 - » Gas suppression system
 - » Switch room loads increase
 - » MLCP CCTV cameras
 - » Corporate floor
 - Contract value decreased by INR 20 Cr. for elimination of Academy building
 - Amended deadlines – effectively eliminated liquidated damages



FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

KITS Project – Variation Claims

- “Final” amount on March 25, 2015 of INR 59.3 Cr. comparable to amount ultimately agreed on August 4, 2015 of INR 55.9 Cr.
 - Involved 44 line items, not 6 line items
 - One item for OSR Landscape Development and INR 3.4 Cr. reportedly removed from scope, reducing amount to INR 55.9 Cr.

Update on Status of Review of Priority Projects

Pune Phases 1, 1A, 2, 2A and Co-Developer

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project

- Office campus in Maharashtra state near Mumbai, designed to eventually house 20,000 employees
- Project in series of phases, each with a separate Letter of Acceptance and Contract
 - Phases 1 and 1A complete
 - Phases 2 and 2A suspended
 - Co-Developer not yet started
- Original RFP January 2008; Phases 1 and 1A 2011-2014
 - Phase 1 original LOA March 2011, contract December 2013
 - Phase 1A original LOA March 2012, contract February 2013
 - Project value INR 533.9 Cr. or roughly US\$ 80 million



FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project

- Phases 2 and 2A RFP dated September 2015
 - LOA dated June 2016
 - » LOA executed by CTS only, not by LNTECC
 - » Contract never executed
 - Value of project INR 607 Cr. or roughly US\$ 91 million
 - No RABs rendered
- Co-Developer RFP November 2015
 - LOA dated June 2016
 - » LOA executed by CTS only, not by LNTECC
 - » Contract never executed
 - Value of project INR 142.7 Cr. or roughly US\$ 21.5 million
 - No work has commenced on this project

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Statutory Approvals Scope

- LNTECC to obtain all statutory approvals, except for some debate whether Environmental Impact Assessment remained CTS responsibility
 - Scope of work in RFP for Phase 1 included: “Obtaining all prevalent statutory NOCs and approvals with respect to the design, commencement of construction and commissioning and occupation of the facility – From EIA approvals to Completion Certificate.”
 - Scope of work in LOA for Phase 1 differed: “All related statutory approvals excluding Environmental Impact Assessment, Contractor will coordinate with employer and obtain the same:
 - Scope of work in Contract for Phase 1: “Obtaining all related statutory approvals including Environmental Impact Assessment shall be part of scope of works”

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Statutory Approvals Scope

- Environmental Impact Assessment specifically excluded during early negotiations over LOA

From: Ramesh Vadivelu [<mailto:vramesh@Intecc.com>]
Sent: Thursday, October 18, 2012 4:49 PM
To: Ghosh, Biswajit (Cognizant)
Cc: P, Ganesh (Cognizant)
Subject: Cognizant Pune - EIA

Dear Sir,

We would like to mention that during our price negotiation, SNS sir categorically said getting EIA approval in Maharashtra would be difficult for L&T and shall provide all the documentary support to Cognizant. The same has been captured in our offer letters and Letter of Acceptance(LOA). i.e., EIA approval is excluded and L&T would provide all documentary support.

While concluding Contract agreement for Pune, there is some misunderstanding between working team on EIA inclusion/ exclusion

- Scope of work in contract for Phase 1A: “Obtaining all related statutory approvals excluding Environmental Impact Assessment shall be part of scope of works”



From: Ramesh Vadivelu [<mailto:vramesh@Intecc.com>]
Sent: Thursday, October 18, 2012 4:49 PM
To: Ghosh, Biswajit (Cognizant)
Cc: P, Ganesh (Cognizant)
Subject: Cognizant Pune - EIA

Dear Sir,

We would like to mention that during our price negotiation, SNS sir categorically said getting EIA approval in Maharashtra would be difficult for L&T and shall provide all the documentary support to Cognizant. The same has been captured in our offer letters and Letter of Acceptance(LOA). i.e., EIA approval is excluded and L&T would provide all documentary support.

While concluding Contract agreement for Pune, there is some misunderstanding between working team on EIA inclusion/ exclusion

However, considering our long association with your esteemed firm, we are doing necessary re-clarification with concerned authorities specifically to get EIA Clearance.

With your confirmation on the same.

Thanks/Regards,
 V. Ramesh

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Statutory Approvals Scope

- LNTECC nevertheless agreed to take steps to assist with EIA approval process

However, considering our long association with your esteemed firm, we are doing necessary co-ordination with concerned authorities unofficially to get EIA Clearance.

Request your confirmation on the same.

- CTS: Statutory approvals entirely within LNTECC scope

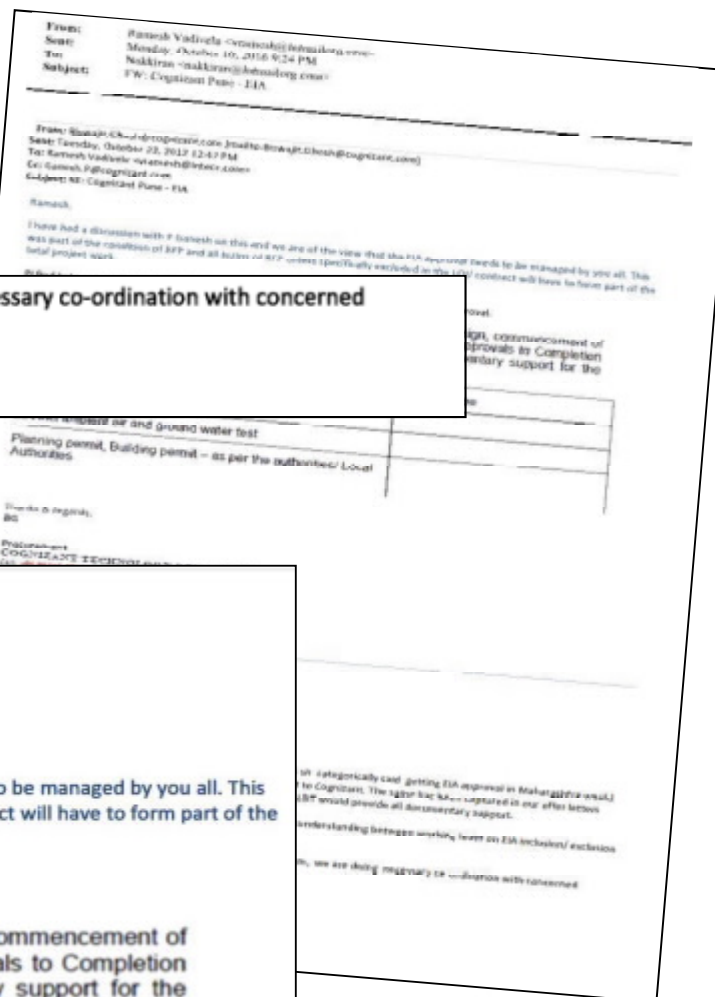
From: Biswajit.Ghosh@cognizant.com [mailto:Biswajit.Ghosh@cognizant.com]
Sent: Tuesday, October 23, 2012 12:47 PM
To: Ramesh Vadivelu <rvamesh@lntecc.com>
Cc: Ganesh.P@cognizant.com
Subject: RE: Cognizant Pune - EIA

Ramesh,

I have had a discussion with P Ganesh on this and we are of the view that the EIA approval needs to be managed by you all. This was part of the condition of RFP and all terms of RFP unless specifically excluded in the LOI/ contract will have to form part of the total project work.

Pl find below the extract of the subject RFP, with regards to the scope of obtaining EIA approval.

Obtaining all prevalent statutory NOCs & approvals with respect to the design, commencement of construction and commissioning & occupation of the facility – From EIA approvals to Completion Certificate. Cognizant shall cooperate in providing the necessary documentary support for the same.



Debevoise
& Plimpton


 cyril amarchand mangaldas
 advocates & solicitors

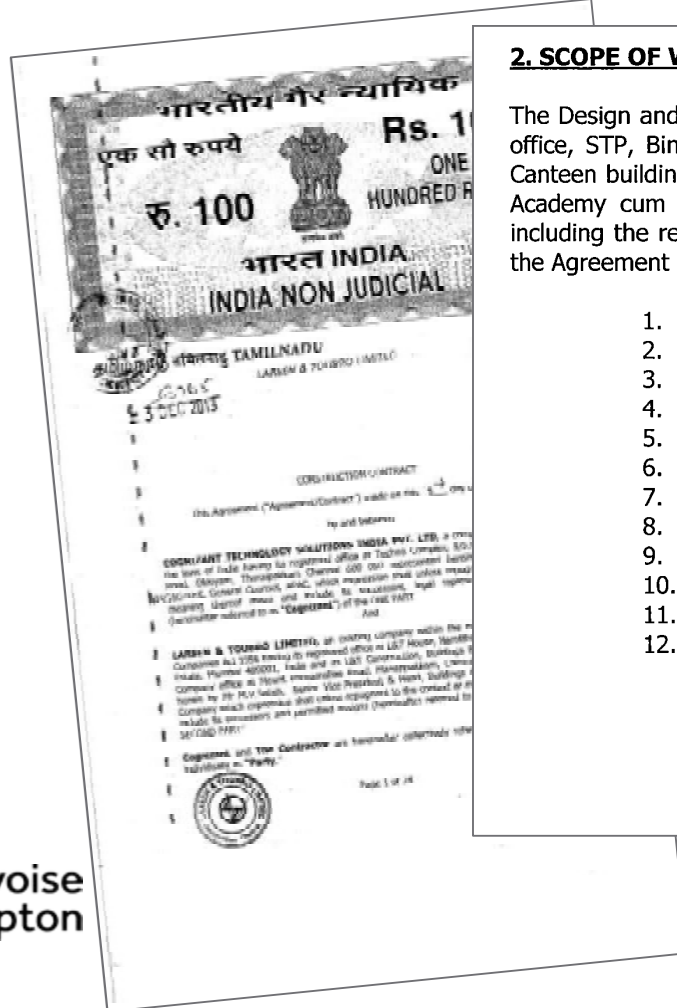
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FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Statutory Approvals Scope

- Ultimately statutory approvals made part of LNTECC scope – Phase 1 contract signed December 3, 2013



2. SCOPE OF WORKS:

The Design and Construction of Phase-1 Works (SDB1A, SDB 1B and service facilities like security office, STP, Bin Centre, Covered Pathways and Connecting Corridor measuring 9,51,484 Sq. Ft., Canteen building measuring 1,61,460 Sq. Ft., SDB stilt/basement floor measuring 3,53,920 Sq. Ft., Academy cum Auditorium Block measuring 1,52,848 Sq. Ft. and external development works) including the remedying of the defects therein if any until such period of time as stipulated under the Agreement and confirmed by Cognizant in respect of the following works:

1. Structural works
 2. Architectural and finishing works
 3. External finishes & cladding works
 4. Interiors works
 5. Electrical works (both internal and external: including LV and HV systems)
 6. Sanitary and plumbing works
 7. HVAC and fire protection work
 8. Building management system
 9. Lifts
 10. Signages
 11. External paving, roads, storm water drainage, landscaping works
 12. Obtaining all related statutory approvals including Environmental Impact Assessment shall be part of scope of works.
- Cognizant shall pay only the fees /charges payable to the relevant government authorities. Other out of pocket / liaison charges is part of the contract sum and shall not be paid separately. The statutory approvals shall comply with the then applicable statutory norms / rules / regulations.

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Statutory Approvals Scope

ANNEXURE – VII

Payment Schedule

Invoices shall be raised once in a month, on a mutually agreed date. Payments shall be certified on percentage basis, subject to the quantum of various works completed as on the date of invoice.

The breakup of amounts for the various works shall be as mutually agreed between both the parties.

Payments against invoices shall be made as per the timelines mentioned above in this agreement.

Description of the Licenses/Statutory Approvals – Scope
LEED certificate – Silver rating for entire campus
Planning permit, Building permit – as per the authorities/ Local Authorities
Completion Certificate from Local Body
All Pollution control Board Clearances
DG (Air)
STP (Water) including site connections to water supply by local authorities
Fire License
Petroleum & Explosive Safety incl. tank installations
Approval for water sewage connection from Local authorities
NOC from Telecom, Radio authorities
NOC from Airport Authority of India & Indian Air Force
CEIG Approvals including EB power supply for MD
CEA
Lift Commissioning & Operation approval
All other statutory approvals not specifically covered above, but mandatory for operations, shall be part of scope



Debevoise
& Plimpton


 cyril amarchand mangaldas
 advocates & solicitors

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Statutory Approvals Consultants

- Five consultants retained by LNTECC to assist with obtaining statutory approvals
 - Pristine Consultants – Environmental
 - Sudhir Patil and Associates – Various
 - Ultra-Tech – Environmental
 - Mars Logistics – SEZ
 - Champion Switchgears – Electrical*
- Discussion whether internal consultant Nagasubramanian should be involved
 - Ultimately rejected, as his experience was within Tamil Nadu and not within Maharashtra

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Pristine Consultants

- LOI signed Mar 4, 2011
- Scope of Work: “Obtaining Environmental Clearance and Consent of Establishment/Operation.” “[W]ork includes data collection, preparation of reports and submittals, presentation to the relevant authorities,” as well as “follow-up and coordination” with the same and “liaisoning.”
- Contract Value: INR 22 Lakhs total
 - Terms of Payment: 30% after submission of EIA Report Form 1 & 1A to SEAC/SEIAA; 15% after submission of MPCB application; 25% after presentation to SEAC/SEIAA; 25% after obtaining EC; 5% after obtaining CoE

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Pristine Consultants

- Actual Payments: 9.9 Lakhs
 - Jul 2011: INR 8.9 Lakhs for Form 1 & 1A (30%)& MPCB application (15%) (i.e., first two milestones)
 - Jan 2012: INR 1 Lakh for obtaining clearance from PCB/ other gov't approvals – CoE (5%) (i.e., final milestone)
 - Both payments less 10% deductions for prof/tech services
- Invoice Descriptions include: Liaisoning/follow-up for clearances from pollution control board and approval of environmental impact assessment
- Consultant terminated early in November 2012 (*replaced by Ultra-Tech*)
- Permits Obtained: Consent to Establish approved December 7, 2011
- Due Diligence: No indication of due diligence or prior relationship

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cyril amarchand mangaldas
advocates & solicitors

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FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Ultra-Tech

- LOI signed Nov 26, 2012 (*replacing Pristine*)
- Scope of Work: “Obtaining Environmental Clearance and Consent of Establishment/Operation.” “[W]ork includes data collection, preparation of reports and submittals, presentation to the relevant authorities,” as well as “follow-up and coordination” with the same and “liaisoning”
- Contract Value: INR 51.6 Lakhs total
 - Terms of Payment: 20% after submission of EIA Report Form 1 & 1A to SEAC; 5% after visit of the Environment Committee or against its cancellation; 5% after submission of compliance report of SEAC site visit observations; 10% after EIA report presentation; 20% after SEAC’s EC award recommendation; 5% after SEIAA personal hearing; 20% against EC award; 15% After Consent to Operate obtained

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Ultra-Tech

- Actual Payments: INR 58.5 Lakhs
 - Jan 21, 2013: INR 9,00,000
 - Mar 21, 2013: INR 4,50,000
 - Jul 23, 2013: INR 15,75,000
 - Aug 13, 2013: INR 6,04,800
 - Feb 5, 2014: INR 9,00,000
 - Jul 28, 2014: INR 675,000
 - Jun 26, 2015: INR 3,65,750 – documentation not found
 - Jul 22, 2015: INR 18,512 – documentation not found
 - April 25, 2016: INR 3,65,750
 - All payments less 10% deductions for prof-tech services

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Ultra-Tech

- Invoice Descriptions include: preparation and submission of EIA and compliance reports to SEAC/SEIAA; presentation of EIA report; obtaining Consent to Operate from MPCB; techno-legal assistance towards personal hearing, MPCB site visit, and award of EC
- Permits Obtained: Consent to Operate, Environmental Clearance
- Due Diligence: No indication of due diligence or prior relationship

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Sudhir Patil

- LOI signed Mar 7, 2011
- Scope of Work: “Architectural liaisoning work for obtaining various NOC/Approval from MIDC/ other Govt Authorities ... including Fire NOC, Planning Permit, Building Permit, Airport approval, water connection and occupancy certificate...[and] furnishing all relevant proforma and data collection, scrutiny of conceptual drawing of L&T.” Also includes “co-ordination with various authorities” and “liaisoning for approvals.”
- Contract Value: INR 2.25 per sq.ft total; exclusive of 10.3% service tax

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Sudhir Patil

- Terms of Payment:
 - 20% after submission of municipal drawing to MIDC/government authority
 - 10% after obtaining Provisional Fire NOC
 - 5% after obtaining tree cutting permission
 - 3% after obtaining Construction Water Connection
 - 10% after obtaining Commencement Certificate
 - 15% after obtaining Plinth Checking Certificate
 - 5% after obtaining NOC from high rise building from AAI
 - 2% after obtaining Permanent Water Connection
 - 15% after obtaining Final Fire NOC
 - 15% after obtaining Occupancy / Building Completion Certificate

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Sudhir Patil

- Actual Payments: INR 53,86,598.32 (53.8 Lakhs) total between Sep 5, 2011 and October, 3 2016
- Invoice Descriptions include: No original invoices available. L&T measurement book and bills list architectural services for various approvals (see below); as well as “liaisoning,” MIDC coordination for documentation and land lease execution.
- Permits Obtained: Final Fire NOC, Building Completion Certificate, Water connection, No Dues Certificate for Water charges, drainage cess., service charges & fire cess. received from MIDC; Tree Cutting NOC (Forest Dept.); NOC for High Rise Structure
- Due Diligence: No indication of any due diligence or prior relationship

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Champion Switchgears

- LOI signed March 2, 2012
- Scope of Work: “Supply, Installation, Testing and Commissioning of 5MVA Connection”
- Contract Value: INR 1,62,00,000 (1.62 Cr.)
- Terms of Payment:
 - “Expenses for preparing estimates, getting Sanction from MS&EDCL MIDC NOC from MIDC, cable trench LOI MSE&CTL:” INR 2,50,000
 - “Expenses for getting necessary approval from Electrical Inspector:” INR 2,50,000
 - Supply & Installation of various materials & civil works: INR 1,56,48,500

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Champion Switchgears

- Actual Payments: INR 1,74,47,053 (1.74 Cr.)
- Invoice Descriptions include: “Liaisoning Consultancy work for Energy Duty Exemption approval”
 - Internal LNTECC workbooks document “supply and installation” of works for power cable
- Permits Obtained: Miscellaneous electrical permits
- Due Diligence: No indication of any due diligence or prior relationship

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Mars Logistics

- No LOI, only invoices
- No Pre-Set Contract Value
- Actual Payments: INR 44,98,973 (45 Lakhs)
- Invoice Descriptions include:
 - “Advice, Consultancy & Assistance for CTS SEZ Unit Project”
 - “Advice, Consultancy & Assistance for obtaining approval for New SEZ unit at Plot 16 & P1/1”
- Permits Obtained: SEZ approval
- Due Diligence: No indication of any due diligence or prior relationship

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Environmental Clearance

- Environmental clearance requirements
 - Consent to Establish – allows start of project, including positioning equipment and material, but not construction
 - Environmental Clearance – allows start of construction
 - Consent to Operate – allows building occupancy
- Consent to Establish and Consent to Operate from Maharashtra Pollution Control Board (“MPCB”)
- Environmental Clearance obtained from Environmental Department within the Ministry of Environment and Forests
 - State-Level Environmental Impact Assessment Authority (“SEIAA”) – board of experts and addresses denied applications
 - State-Level Expert Appraisal Committee (“SEAC”) – working authority that makes initial decision on environmental clearance

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Environmental Clearance

- March 2, 2011 – D.A. Patil of Pristine Consultants advises to obtain environmental clearances before starting work at project
 - Pristine Consultants is retained by LNTECC the next day

From: Dhanyakumar Patil <dap_24@hotmail.com>
Sent: Wednesday, March 2, 2011 9:31 AM
To: Subramaniam LNT ECC <ssmanian@lntecc.com>; S.Subramanian <ssmanian@lntmailorg.com>
Cc: rkjain@lntecc.com; kkannan@lntecc.com; R.K.Jain <rkjain@lntmailorg.com>; K.Kannan <kkannan@lntmailorg.com>
Subject: RE: IT Park Project -Pune Statutory approvals

Dear Sir,

This refers to our telephonic discussion with regards to above subject matter. My clarifications to the issues are as under:

1. As regard to the time frame, the entire process takes about 8 - 9 months from the date of application
2. As per the EIA notification we can only carry out site protection work like fencing etc.
3. My advise as a consultant would be not to start the work before obtaining the statutory clearances. However, you may start the work gradually only after making the formal application for SEIAA and MPCB. Most important aspect is consent to establish from MPCB as they come for site visit. I propose to make the application simultaneously to SEIAA for EC and MPCB for Consent to Establish. I will arrange the MPCB site visit within 15 days of making the application. After that you can start the work gradually like site leveling, roads, drains, foundations etc. so that we will not come under the scanner of authorities and our application will also come for appraisal before the SEAC.
4. The final consent to Establish will be issued by the MPCB head office and that will generally take 3-4 months. however i will arrange it in 2 and 1/2 months.

D
& R
NATL-100005871-00018096


 cyril amarchand mangaldas
 advocates & solicitors

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FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Environmental Clearance

- April 7, 2011 – CTS applies for Environmental Clearance
- April 7, 2011 – CTS applies for Consent to Establish from Maharashtra Pollution Control Board (“MPCB”)
- April 2011 – SEAC is dissolved at the expiration of its three-year term
 - All pending applications put on hold
 - SEAC reconstituted six months later in September 2011
 - By the time SEAC is reconstituted, backlog is 400 applications
- May 3, 2011 – CTS receives official lease from Maharashtra Industrial Development Corporation (“MIDC”) for property in SEEPZ Special Economic zone
 - Conditions provide for construction to commence within one year and completion within three years

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Environmental Clearance

- August 29, 2011 – CTS advises SEIAA that it has started construction, because more than 105 days have passed since filing for Environmental Clearance



FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Environmental Clearance

- December 7, 2011 – MPCB issues Consent to Establish, but states that no effective steps for implementation of the project can be taken before obtaining Environmental Clearance
 - Obtained with assistance of D.A. Patil
- December 2011 – Construction commences
- June 25, 2012 – MPCB issues notice to CTS to show cause why construction should not be stopped for lack of Environmental Clearance
- September 28, 2012 – SEAC holds hearing on show cause notice and first hears Environmental Clearance application
 - Raises limited design questions (addressed on October 11, 2012)
 - Determines case will be treated as a violation, because construction already had started

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Environmental Clearance

- November 6, 2012 – MPCB issues notice to forfeit CTS's Bank Guarantee of 10 Lakhs and asks for new guarantee of 20 Lakhs
 - Based on finding of violation at SEAC hearing
- November 26, 2012 – Ultra-Tech retained and D.A. Patil dismissed
- January 16, 2013 – SEAC issues second notice to CTS to show cause why construction should not be halted
- January 18, 2013 – Application is heard by SEAC
 - Orders that application will be considered only after enforcement proceeding is commenced by MPCB for violation
- February 15, 2013 – CTS responds to order to show cause, admitting that it erred in its interpretation of the 105-day rule
- April 24, 2013 – Hearing is held by SEAC on order to show cause

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Project Pune – Environmental Clearance

- April 24, 2013 – CTS ordered by SEAC to stop all construction
- June 6, 2013 – CTS requests payment to SEAC and MPBC officials to assure that any case filed against CTS will be “mild and expedited”

From: Sambhaji.Bhor@cognizant.com [<mailto:Sambhaji.Bhor@cognizant.com>]
Sent: Thursday, June 06, 2013 12:19 PM
To: ssmanian@Intecc.com; rkjain@Intecc.com; kkannan@Intecc.com
Cc: Ganesh.P@cognizant.com; Venugopal.G2@cognizant.com
Subject: RE: Environmental Clearance

Hi SS/RKJ

Pls refer our meeting with Mr. Parshurame(SEAC) and Mr. Deole(MPCB) to expedite our case. Mr Parshurame has assured us to list our case in upcoming committee meeting and Mr Deole is pushing it for MPCB case to be became mild and expedite. By the way tomorrow we are meeting them. During the discussion it was a indication that they are expecting something from us apart from consultant which you need to take care immediately. We are in very critical stage and we do not want to take any chance any more.

I hope you understand the seriousness ,pls take care of this immediately without any delay in internal approval procedures .

Regards
Sambhaji

- “[T]hey are expecting something from us apart from consultant”

Debevoise
& Plimpton


cyril amarchand mangaldas
advocates & solicitors

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FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Environmental Clearance

- June 6, 2013 – Goals of payment are described and amount of payment estimated at INR 1.5 Lakhs (roughly US\$ 2,300)

From: s.subramanian [mailto:ssmanian@Intecc.com]
Sent: Thursday, June 06, 2013 2:09 PM
To: rkjain@Intecc.com
Cc: 'K.Kannan'
Subject: Environmental Clearance

Sir

This regards the recent discussions with Govt officials and the mail from Sambhaji. In fact I have asked CTS to bear such expenses, which Sambhaji stated not possible and requested us to pay but assured that such expenses will be reimbursed during final settlement of Variation claims. Tentatively we may have to spend about Rs 1.50 Lacs in this regard and this will help in the following :

1. The Senior Law officer assured to make ready the case file tomorrow in our presence and this will help in making the case file contents modest
2. We will also try to avoid naming the Directors of CTS as party to the case
3. To expedite the filing of the case during early next week
4. To get our case listed for EC hearing in the very next EC meeting

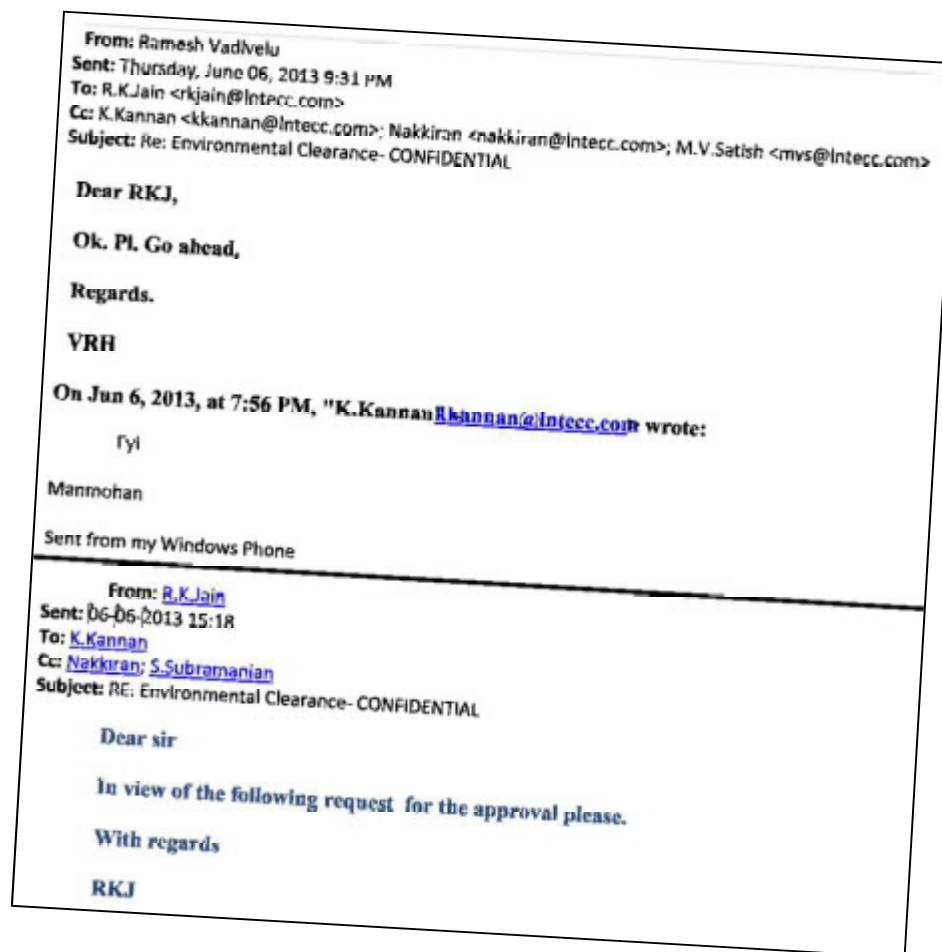
Hence, I seek the approval of yours expeditiously, as we have to meet the officials tomorrow. Further based on our request we have been called for a meeting with the Secretary-ED on 12th June wherein we will be requesting for commencing the Appraisal process w/o waiting for the case no.

Regards
SS

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Environmental Clearance

- June 6, 2013 – Project team seeks approval for payment
 - Case number required by SEAC is obtained
- June 11, 2013 – LNTECC meets with SEIAA Secretary to seek hearing at next SEAC meeting
- July 1-3, 2013 – Hearing on Environmental Clearance
- July 5, 2013 – Un-official confirmation of Environmental Clearance



FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Environmental Clearance

- July 5, 2013 – Approval sought for payment of INR 9.6 Lakhs to Ultra-Tech for “liaisoning works”
- Sum described as “expenses towards MPCB” (Maharashtra Pollution Control Board) following “un-official confirmation that the case was cleared for EC”
- Approval for payment not found, but 7 Lakhs payment found in accounting records

From: s.subramanian <ssmanian@lntecc.com>
Sent: Friday, July 5, 2013 2:23 AM
To: 'R.K.Jain' <rkjain@lntecc.com>
Cc: 'K.Kannan' <kkannan@lntecc.com>
Subject: RE: Offer for Techno-Legal Assistance for your Project M/s. Cognizant Technology Solutions India Pvt. Ltd. at Hinjewadi, Pune

Dear Sir

Today we have got an un-official confirmation that our case is cleared for EC. The expenses towards MPCB of INR 9.60 Lacs needs your urgent approval. Pl expedite.

Regards
SS

From: s.subramanian [mailto:ssmanian@lntecc.com]
Sent: Monday, May 27, 2013 10:05 AM
To: 'R.K.Jain'
Cc: 'K.Kannan'
Subject: FW: Offer for Techno-Legal Assistance for your Project M/s. Cognizant Technology Solutions India Pvt. Ltd. at Hinjewadi, Pune

Sir

This regards our discussions on the additional fees sought by the EC Consultant M/s Ultratech towards MPCB related liaisoning works. The price offer received from M/s Ultratech is enclosed. Since the consultant has indicated a sum of INR 9.60 Lacs initially, seek your approval for the same.

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Environmental Clearance

- July 9, 2013 – Ultra-Tech notifies LNTECC that SEAC recommends Environmental Clearance for the Pune Project be awarded
- September 6, 2013 – D.A. Patil complains about process for obtaining Environmental Clearance and references a possible payment

From: R.Nagalingam <nagalingam@Intnailorg.com>
Sent: Friday, September 6, 2013 4:06 AM
To: S.Veeramani <svm-ecc@Intnailorg.com>; Nakkiran <nakkiran@Intnailorg.com>
Cc: Senthil Kumar <senthilmj@Intnailorg.com>
Bcc: Anjana Meda <anjanameda@Intnailorg.com>
Subject: FW: Cognizant Deccan Campus Pune: Submission of Original documents_Revised Consent to Establish

Dear Sirs, Fyip.

From: D A Patil [mailto:pristineconsultants@gmail.com]
Sent: Friday, September 06, 2013 1:16 PM
To: Harishkoppa Narayanrao
Cc: mrudula laghate; S.Subramanian; R.Nagalingam; K.K Karthikeyan; Nachiket Bhavsar; Tushar Sureshchandra Joshi; Chandra Mohan; Mitali Rashmikant Bhavsar; R.K.Jain; D. A. Patil
Subject: Re: Cognizant Deccan Campus Pune: Submission of Original documents_Revised Consent to Establish

Dear Sir,

What about my pending fees? As I had completed EIA Report and submitted to you as well as presented before the SEAC. You had gone ahead with construction against my advise and you didn't heed my suggestions. When I was looking to your project I had not spent a single rupee bribe amount and neither allowed you to do so. Now, I understand the exorbitant amount had been paid to get through. However, the ultimate result was the same steps which I had proposed it to you, which you followed later with a huge premium on your head for no reason.

I am sure, you will certainly have hesitation to release my pending fees for which I have worked and delivered. If you are a professional organization, you will respect my professionalism and efforts taken, you shall pay my dues for which I am entitled.

Please let me know.

Regards,

Dr. D. A. Patil

Debevoise
& Plimpton


ril amarchand mangaldas
advocates & solicitors

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FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Project Pune – Statutory Approval Claim

- Billing for statutory approvals was never included in running account bills for Pune Project
 - No weightage was assigned to statutory approvals in initial billing setup, because they were not in scope at the time
 - CTS agreed that billing would occur as part of variation or extra claims process
- History of development of extra claims shows significant growth in statutory approvals line items over time

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Statutory Approval Claim

- **June 21, 2012** – First internal documents setting forth potential extra claims for statutory approvals
 - Total of INR 75.8 Lakhs claimed of 16.5 Cr. total extra claim
 - Pristine, Sudhir Patil and Champion Switchgears mentioned
- **March 22, 2013** – LNTECC sends CTS extra claim document
 - Requests INR 3.8 Cr. for statutory approvals out of 47.2 Cr. total extra claim
 - Amount includes “idling charges” for project delay
- **August 22, 2013** – LNTECC sends CTS revised claim document
 - Now requests INR 5.05 Cr. for statutory approvals of 48.5 Cr. total extra claim
 - Claim of INR 3.9 Cr. for “idling” included separately

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Statutory Approval Claim

- March 22, 2013

S No	Description or Work	Unit	Quantity	Rate	Amount	Remarks
1	Liasoning and consultations charges to obtain Environmental clearance	Lump-Sum	1.0	90,00,000	9000000	
2	Liasoning and consultations charge Plot survey and boundary demarcation & Possession Receipt	Lump-Sum	1.0	4,50,000	450000	
3	Liasoning and consultations charges for principal employer registration and BOCW registration FTY 2011	Lump-Sum	1.0	4,00,000	400000	
4	Liasoning and consultations charges for principal employer registration and BOCW registration for renewal FTY 2012&2013	Lump-Sum	2.0	4,00,000	800000	
5	Liasoning and consultation charges for MIDC additional water connection.	Lump-Sum	1	4,50,000	450000	
6	Cognizant Deccan Campus scale model	Nos	1	5,63,500	563500	
7	Over head charges for idling for 74 days during the initial phase of the project due to delay in transfer of Land to the name of CTS	Lump-Sum	2.5	75,00,000	18750000	
	Total cost				30413500.0	
	Preliminary-5%			5.0%	1520675.0	
	OH + Profit - 20%			20%	6082700.0	
	Grand Total Amount				38016875.0	

Claim Particular :- Statutory approvals, Liasoning fees and idling charges

Impact on project:

a. On Time ☐

b. On Cost ☐

c. On Other Activity ☐

Originator:

Contractor: L&T Construction/B&F IC/IT&IS BU

Approved By:

Client: Cognizant Technology Solutions India Pvt.Ltd.

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& Plimpton

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chand mangaldas
advocates & solicitors

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FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Statutory Approval Claim

- August 22, 2013




PROJECT: COGNIZANT DECCAN CAMPUS PROJECT
ANALYSIS OF NON-TENDERED ITEMS - ARCH. & INTERIOR
 Contract Source

1. Deviation in Scope
☐ a. Variation
☐ b. Rework
☒ c. Extra Work

Claim Particular :- Liasoning and consultations charge towards Environmental clearance

S No	Description of Work	Unit	Quantity	Rate	Amount	Remarks
A	Environmental Clearance					
A.1	Environmental Clearance consultation / Documentation / Presentation charges	L.S	1	15000000	15000000	
A.2	MPCE Liasoning fees due to change of EC Procedures & Time delay in obtaining EC	L.S	1	7500000	7500000	
A.3	Documentation and Presentation by TORC/Site Team	L.S	1	7500000	7500000	
A.4	MDC Liasoning fees due to delay in EC	L.S	1	7500000	7500000	
A.5	STAC Liasoning Fees	L.S	1	5000000	5000000	
A.6	ED Liasoning fees	L.S	1	4500000	4500000	
A.7	SEIAA Liasoning Fees	L.S	1	3500000	3500000	
	Grand total amount				56,590,000	

Impact on project:
 a. On Time ☒
 b. On Cost ☒
 c. On Other Activity ☒

Originator:

Contractor: L&T Construction/B&F IC/IT&IS BU

Approved By:

Client: Cognizant Technology Solutions India Pvt.Ltd.

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Statutory Approval Claim

- December 24, 2013 – Statutory approval claim for INR 5.05 Cr. rejected by CTS, because environmental clearance was in scope

CONJOINT BUDGET CAMPUS PROJECT					
EXAMINATION CLAIM SUMMARY					
S.No	Description	Description of work	Amount Claimed by I & T	Change Request Accepted Yes / No	Remarks by ITR
1	Quilt & Interior	Civil Works: 1. WC Foundation for building Ceiling & Ceiling Tracer 2. Service building Intrastall height increase	633,951	Yes	additional ASD TR-shedule (offer was asked for - see 24 & 25). Hence, professional and software original and costing ledger has been provided as per necessary material take-off support
2	Quilt & Interior	Installation of Additional Toilet & Combined sink	238,000	Yes	TR has been added in the Cost driving area context. This is the requirement of MTCB to have installation 20 ITR.
3	Quilt & Interior	Painted/Redesign: 1. Classroom - 2000 Assembly, Store Connected with 2 Store	1,096,173	Yes	TR has been added in the Cost driving area context. This is the requirement of MTCB to have installation 20 ITR.

13	Civil & Interior	Featherlite to Art matrix	58,101,233	No	DBR
14	Civil & Interior	SS Railing barrier adjacent to flap barrier at basement, Stilt-1 and Stilt -2 of SDB 1	237,499	No	part of scope
15	Statutory	Basic charges towards Electricity & Water	19,150,653	No	Electricity bill during commissioning not payable.
16	Statutory	Liasoning and consultations charge towards Environmental clearance For Phase I and II	50,500,000	No	part of scope
17	Electrical	Power for additional flap barriers	146,427	No	Part of scope
19	Electrical	Dimmer control for VC rooms	1,949,917	No	part of scope

20	PH	Change of the Coagulant from Alum to Ferric Chloride	1,240,000	Yes	Cost not to be validated
21	PH	Water wall surface of 110 heaters	1,024,000	Yes	Cost not to be validated
22	PH	Addition of water cooled oilline and cooling tower (SC) heat exchanger etc.	273,810	Yes	
23	PH	Revised Steam Costs in HRSG	148,470	Yes	
24	PH	Implication due to changes made in steam room in existing building			
25	PH	Additional Water Cooled Cylinders (Item 24 & 7) Covers @ 480, 175 & 700 Cooling Towers (Item 24 & 7) (Costs)			
26	PH	Modular Cooling System			
27	PH	Modular Fire Pumps			
28	PH	Supply installation, testing & commissioning of entire monitoring system at STP Bldg.			
29	PH	Design, Supply installation, testing & Commissioning of Mechanical, Piping & Electrical equipment for HRSG steam plant with stand by equipment			
30	PH	Supply installation, testing & commissioning of Gas leak detector system			
31	PH	Installation of Water Supply drainage (STP & Sewerage) fittings at various 1st floor industrial water			
32	PH				
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Total items claimed

Items recommended

Items rejected

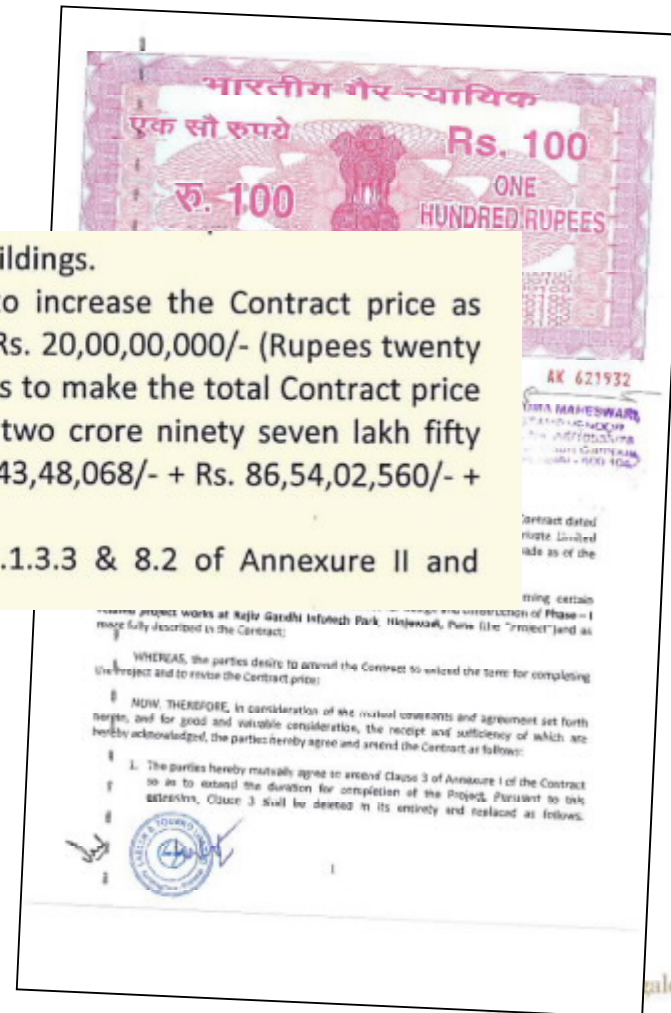
Summary		
	Amount in INR	Amount in USD
Total items claimed	716,145,704	11,740,094
Items recommended for approval	163,760,265	2,684,595
Items rejected	552,385,439	9,055,499

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Statutory Approval Claim

- Final agreement in December 2013 – 20 Cr. without any breakdown

- buildings.
- 2. Contract Price** –The parties hereby mutually agree to increase the Contract price as stated in the Clause 4, Annexure-I, of the Contract by Rs. 20,00,00,000/- (Rupees twenty crore only) based on the increase in the scope of works to make the total Contract price to Rs. 482,97,50,628/- (Rupees four hundred eighty two crore ninety seven lakh fifty thousand six hundred and twenty eight only) (Rs. 376,43,48,068/- + Rs. 86,54,02,560/- + Rs. 20,00,00,000/-).
 - 3. The parties mutually agree to delete sub-clauses 1.1.3.3 & 8.2 of Annexure II and replace with the following:**



FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Pune Project – Statutory Approval Claim

From: Utkarsh Maloo <utkarshmaloo@lntecc.com>
Sent: Friday, April 25, 2014 3:41 AM
To: Sandhya Ganesh <sandhyaganesh@lntecc.com>
Cc: Nachiket Bhavsar <NACHIKET@lntecc.com>
Subject: FW: Claim details - CTS Pune
Attach: Extra Claim Summary_CDC Campus.xls

Below details and attachment for your reference Mam.

Utkarsh Maloo
 B&F IC - CBA - ITIS Segment Coordinator (North & West)
 L&T Construction - Land Mark A Office, 4th Floor, Andheri (E), Mumbai - 400 093
 | T +91 9833048421 |



From: Utkarsh Maloo
Sent: Friday, April 25, 2014 12:02 PM
To: Nachiket Bhavsar (NACHIKET@lntecc.com)
Cc: Sandhya Ganesh .
Subject: Claim details - CTS Pune

Dear Sir,
 Please share the following details for CTS Pune.

1. Claims raised to client (Value in Cr.) : 86 Cr officially submitted. (Additional 72 Cr was under discussion)
2. Claim settled till date (Value in Cr.) : 20
3. Balance Claim expected to be settled (Value in Cr.) : 5

Please revert asap as its required for SNS Sir review.

Utkarsh Maloo
 B&F IC - CBA - ITIS Segment Coordinator (North & West)
 L&T Construction - Land Mark A Office, 4th Floor, Andheri (E), Mumbai - 400 093
 | T +91 9833048421 |



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Utkarsh Maloo
 B&F IC - CBA - ITIS Segment Coordinator (North & West)
 L&T Construction - Land Mark A Office, 4th Floor, Andheri (E), Mumbai - 400 093
 | T +91 9833048421 |



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 & Plim

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NACH2-1000005538-1000205511


 cyril amarchand mangaldas
 advocates & solicitors

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Update on Status of Review of Priority Projects

Hyderabad Incubation and ISC

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Hyderabad Projects

- Office campuses planned in two locations for two different projects, each with separate LOAs:
 - Hyderabad Incubation: Adibatla Special Economic Zone (“SEZ”) – *pre-closed*
 - Hyderabad ISC: Financial District, Nanakramguda, Gachibowli; to house 8,000+ associates - *suspended*
- Incubation: 2013 – 2015
 - Incubation original LOA October 2013, no executed contract
- ISC: RFP 2014; Project period: 2016-TBD
 - ISC original LOA October 2015; no executed contract
- Total value of both projects INR 563.3 Cr. or roughly US\$ 84.7 million

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Hyderabad Projects – FCPA Clauses

- LOAs for both ISC and Incubation include aggressive FCPA clauses

10.0 FCPA AND ANTICORRUPTION

10.1 Contractor represents and warrants that Contractor has reviewed, and is familiar with, the U.S. Foreign Corrupt Practices Act ("FCPA") and Anticorruption Policy ("Anticorruption Policy") of Cognizant Technology Solutions Corporation and its direct and indirect subsidiaries (collectively, "Cognizant"), and that Contractor and its subsidiaries, affiliates, and subcontractors related to this Project are in compliance with the Anticorruption Policy and all anticorruption laws applicable to Contractor's business involving Cognizant.



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Regd. Office: # 5/535, Old Mahabalipuram Road, Oklaam Thoraipakkam, Chennai - 600 097

- LNTECC required to assure that the company, as well as its subsidiaries, affiliates, and subcontractors are in compliance with CTS anti-corruption policy and applicable anti-corruption law
 - Requires prior written approval for all subcontractors (not exercised)

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Hyderabad Projects – FCPA Clauses

10.6 Cognizant's Right of audit and investigation. Cognizant shall have the right, upon written notice to the Contractor, to conduct an audit of the Contractor's relevant books and records, and an investigation to verify compliance with provisions of this clause. The Contractor shall cooperate fully with such investigation, the scope, method, nature and duration of which shall be at the sole reasonable discretion of Cognizant.

10.7 Disclosure to Government. Contractor agrees that full disclosure of information relating to a possible violation of the Cognizant's Anticorruption Policy or the existence and terms of this LOA or the Construction Contract, including the compensation provisions, may be made at any time to the government and its agencies, and to whomsoever Cognizant's General Counsel determines has a legitimate need to know.

10.8 Cognizant's Rights upon an Anticorruption Default. In the event that Cognizant should believe, in good faith, that the Contractor has acted or failed to act in any way that may subject Cognizant to liability under the FCPA or local anticorruption law (which action or failure to act is, hereinafter, an "Anticorruption Default"), Cognizant shall have the unilateral right, exercisable immediately upon written notice to the Contractor:

- A. to refuse to commit any additional capital or funding to the Project, any other provision of this LOA or the Construction Contract notwithstanding;
- B. to terminate this LOA or Construction Contract immediately; and/or
- C. to rightfully refuse to pay any fees owed, or expenses incurred by the Contractor at the time that Cognizant determines that an Anticorruption Default has occurred.

10.9. Restrictions concerning Contractor Neither the Contractor nor the Contractor's representative(s) shall (1) retain any representatives on behalf of the Project or (2) make or cause to be made any payments to any such representatives or other parties, without the express prior written approval of Cognizant.

10.10. Contractor and Cognizant agree that this LOA may not be assigned by either of the parties without prior written approval by the non-assigning party.

- CTS right to audit for FCPA compliance
- Full disclosure of any FCPA risks to government agencies
- Contract termination rights if good faith belief of anti-corruption violation

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Hyderabad Projects – Statutory Approvals Scope

- LNTECC to obtain all statutory approvals, including the Environmental Impact Assessment, with CTS paying actual statutory fees

Incubation:

12. Obtaining all the related statutory approvals including the Environmental Impact Assessment ("EIA") (if applicable) shall be part of scope of works. In case of applicability of EIA, Contractor shall obtain EIA clearance and Cognizant shall pay the actual statutory fees.

For the remaining Statutory Approvals, Cognizant shall pay only the fees /charges payable to the relevant government authorities. Other out of pocket / liaison charges is part of the contract sum and shall not be paid separately. The statutory approvals shall comply with the norms applicable at the time of applying and obtaining relevant statutory approvals.

ISC:

Compound wall for entire campus
12. All related statutory approvals including environmental impact assessment ("EIA") shall be part of scope of works and Contractor will coordinate with Cognizant and shall obtain the same. In case of applicability of EIA, Contractor shall obtain EIA clearance and Cognizant shall pay the actual statutory fees.

For the remaining Statutory Approvals, Cognizant shall pay only the fees /charges payable to the relevant government authorities. The statutory approvals shall comply with the norms applicable at the time of applying and obtaining relevant statutory approvals and as required throughout and till the completion and handover of the Project facility.

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advocates & solicitors

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Hyderabad Projects – Statutory Approvals Scope

- Incubation: 50 Lakhs attributed to statutory approvals
 - Beyond electrical authorization for power at site, no statutory approvals appear to have been obtained

Contract Sum Breakup: "Cognizant -Adibatla SEZ Project, Phase I"

Sl. No.	Description	Built up Area (BUA) in Sq. ft.	Amount in INR (in Crores)
1	Software Development Block - PEB structure for office, mezzanine service floor, security kiosk, service building, STP and other utility areas	1,17,122	45,80,00,000/-
2	Charges towards engagement of professional consultancy firms who will carry out detailed architectural drawings by engaging architects, draftsmen and verification of the same drawings with respect to local bye laws and submission to the concerned Local authorities with number of copies as required. This also includes charges for preparation of various other documents / forms required for submission along with approval drawings as per the formats prescribed by local authorities. These documents would be submitted to concerned authorities like: <ul style="list-style-type: none"> • Local Panchayat Office / Municipality • Fire Authority • Local Pollution Control Board • Water & Sewerage board • CEIG (Chief Electrical Inspector to Government) • CCDE (Chief Controller of Explosive) 		50,00,000/-

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Hyderabad Projects – Statutory Approvals Scope

- ISC: No itemized breakdown for statutory approval costs
- Approvals obtained include (single-window approval):
 1. Environmental Clearance
 2. Telangana State Pollution Control Board (“TSPCB”) Clearance
 3. Airports Authority of India approval and NOC for height clearance
 4. Provisional NOC from Director General Fire Services
 5. TSIIC Conditional Approval for building permit

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Note: Approvals, obtained between December 2015 – February 2016, expire after one year


 cyril amarchand mangaldas
 advocates & solicitors

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FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Hyderabad Projects – Consultants

- While consultants were initially retained and obtained some permits for the Hyderabad project, it is reported that all work on the projects, including any work with consultants, has ceased
- Incubation:
 - Sai Balaji Electricals
- ISC:
 - Jhanavi Consultants
 - B.S. Envi-Tech Pvt. Ltd

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Hyderabad Incubation – Sai Balaji Electricals

- LOI signed January 6, 2014
- Scope of Work:
 - “Supply, Erection, Testing & Commissioning of 11kV/0.433kV Dist. Transformer Switch Yard...”
 - “All Civil works: Like Concreting, Excavation and Back Filling for transformer plinth ...”
 - APCPDCL and CEIG approvals
- Contract Value: INR 7,00,000 (7 Lakhs)
- Terms of Payment:
 - 50% after receipt of APCPDCL Sanction Memo
 - 20% after material delivery at site
 - 30% after power release

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Hyderabad Incubation – Sai Balaji Electricals

- Actual Payments:
 - Consultant invoiced INR 424,720 for liaisioning and approvals
 - Internal LNTECC payment approval sought for INR 1.82 Cr.
 - » Sai Balaji also a vendor on the project
- Invoice Descriptions include:
 - “liaisioning charges;” “getting approval from Electrical Inspector”
 - “APCPDCL and CEIG approvals”
- Permits Obtained: APCPDCL and CEIG approvals
- Due Diligence: No indication of any due diligence

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Hyderabad ISC – B.S. Envi-Tech

- LOI signed July 18, 2015
- Scope of Work: “preparation of application, submitting of Form 1, presenting the case to SEAC / SPCB, procuring Environment Clearance and preparing the application and procuring Consent for Establishment and Consent for Operations from the concerned departments...”
- Contract Value: INR 7,00,000 (7 Lakhs)

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Hyderabad ISC – B.S. Envi-Tech

- Terms of Payment:
 - Mobilization & Submission of Form 1 to SEIAA / SPCB – INR 84,000
 - Upon presenting the case to SEAC, SPCB – INR 42,000
 - Upon Receipt of Environment Clearance – INR 63,000
 - Upon submission of application for CFE and completion of Site visit by RO, SPCB – INR 84,000
 - Upon receipt of CFE – INR 84,000
 - Submission of Application and obtaining CFO – INR 63,000
 - For additional data collection for SEAC presentation – INR 1,12,000
 - For additional data collection for CFE application – INR 1,12,000
 - For additional data collection for CFO – INR 56,000

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Hyderabad ISC – B.S. Envi-Tech

- Actual Payments: INR 6,41,655
- Invoice Descriptions include: language identical to LOI payment terms
- Permits Obtained:
 - Environmental Clearance
 - Telangana State Pollution Control Board (“TSPCB”) clearance
- Due Diligence: No indication of any due diligence

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Hyderabad ISC – Jhanavi Consultants

- LOI signed August 10, 2015
- Scope of Work: “...preparation of, application, submitting to the concerned department and getting necessary approvals “
- Contract Value: INR 55,00,000 (55 Lakhs)

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Hyderabad ISC – Jhanavi Consultants

- Terms of Payment

- Airport Authority of India, Height Clearance for Each Block / Building – INR 80,000
- Telangana State Disaster Response and Fire Service Department, Provisional NOC from DG Fire Services – INR 9,00,000
- Vice Chairman, TSIIC / IALA, TSIIC Approval for Site and Buildings – INR 30,40,000
- HMWS&SB, Water Feasibility Report – INR 2,50,000
- Telangana State Central Powers dist.com ltd, Power Scheme Sanction from the Board – up to release including drawings & loads & installations approval (Rule-63) of statutory approval by CEIG – INR 9,50,000
- Storage of Diesel for DG sets, Controller of Explosives, Southern Region – INR 2,80,000

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Hyderabad ISC – Jhanavi Consultants

- Terms of Payment (for each individual item):
 - 25% on submission of documents in final shape to L&T for signatures before submission to respective authorities
 - 35% on inspection of site by Officials of respective departments
 - 20% on obtaining permission to start construction activities
 - 20% on handing over approvals.
- Actual Payments: INR 25,53,980
- Invoice Descriptions include: “Liaisoning charges for obtaining Approvals/NOC;” other language identical to LOI
- Permits Obtained: NOC clearance from Airports Authority of India
- Due Diligence: No indication of any due diligence

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Hyderabad Projects – Payments from Cognizant

- Incubation: No known payments
- ISC:
 - 5 Running Account Bills
 - INR 1,03,40,000 billed for 7 statutory approval-related works
 - » Billing based on weightages, not cost incurred

CTS HYDERABAD
L and T Constructions

PRELIMINARIES

RAB-02

Sr. No.	Item Description	Running Account Bill No.	RAB-02	Original Contract Value	3,170,000,000	PRELIMINARIES						
		Bill Month	Jul/16	Revised Contract Value	3,170,000,000							
		Planned Invoice %	Planned Invoice Amount	Till Last Bill (TLB)			Bill For The Month (FTM)			Cumulative Bill (CB)		
		%	Amount	% On overall value	% On subhead value	Amount	% On overall value	% On subhead value	Amount	% On overall value	% On subhead value	Amount
A.6	Statutory Approval (After submission of complete documents)											
A.6.1	Pre construction	0.250%	12,925,000			-	0.200%		10,340,000	0.200%		10,340,000
A.6.1.1	Environmental Clearance	0.018%	930,600				0.018%	100.000%	930,600	0.018%	100.000%	930,600
A.6.1.2	Airport Authority of India	0.008%	413,600				0.008%	100.000%	413,600	0.008%	100.000%	413,600
A.6.1.3	Provisional Fire NDC	0.043%	2,223,100				0.043%	100.000%	2,223,100	0.043%	100.000%	2,223,100
A.6.1.4	TSIIC Conditional Approval through TS/PASS	0.061%	3,153,700				0.061%	100.000%	3,153,700	0.061%	100.000%	3,153,700
A.6.1.5	Mutation	0.025%	1,292,500				0.025%	100.000%	1,292,500	0.025%	100.000%	1,292,500
A.6.1.6	CPE	0.020%	1,034,000				0.020%	100.000%	1,034,000	0.020%	100.000%	1,034,000
A.6.1.7	Blasting Approval	0.025%	1,292,500				0.025%	100.000%	1,292,500	0.025%	100.000%	1,292,500
A.6.1.8	Building Approval(Demand Notice)	0.050%	2,585,000						-			-
A.6.2	Post Construction	0.251%	12,976,700			-			-			-
A.6.2.1	Fire NDC	0.050%	2,585,000									
A.6.2.2	Building Occupancy Certificate	0.062%	3,205,400									
A.6.2.3	Consent to Operate	0.063%	3,257,100									
A.6.2.4	Electrical CBG Approval	0.020%	1,034,000									
A.6.2.5	Pollution Control Board Approval	0.020%	1,034,000									
A.6.2.6	Explosives License (Diesel Storage)	0.018%	930,600									
A.6.2.7	HMDA Approval	0.018%	930,600									
	Subtotal - Site wide Preliminaries & General Requirements	0.501%	25,901,700			-	0.200%		10,340,000	0.200%		10,340,000
	GRAND TOTAL	9.824%	507,900,800	2.177%		112,550,900	1.897%		98,074,900	4.074%		210,625,800

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Next Steps and Ongoing Cooperation

FOIA CONFIDENTIAL TREATMENT REQUESTED BY LNTECC

Interim Update from Internal Review of CTS Projects

Presentation on Behalf of L&T Construction
to the U.S. Department of Justice

The End

July 27, 2017

**Debevoise
& Plimpton**



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